

ARTICLES OF INCORPORATION OF  
THE FIRST CONGREGATIONAL CHURCH  
OF BRANFORD, CONNECTICUT  
(United Church of Christ)

Gathered by English Puritans who in 1644 settled in Branford (named Totokett until 1653)

ARTICLE I

NAME

The name of this Church shall be the First Congregational Church of Branford, Connecticut (United Church of Christ).

ARTICLE II

PURPOSE

The purpose of this Church shall be to gather in covenant those who believe in Jesus Christ as Lord and Savior, to worship God, to preach the gospel of Jesus Christ, to celebrate the Sacraments, to render loving service toward mankind in His Spirit and name, striving for righteousness, justice and peace, according to the solemn Covenant affirmed by the members of this Church on March 7, 1688:

THE COVENANT OF  
THE FIRST CONGREGATIONAL CHURCH OF BRANFORD

“It having pleased God of his grace to call us up to ye visible profession of religion, and being now by His providence called to unite together, for ye carrying on of ye ordinances of God amongst us. We do therefore with self-abasement and a sense of our great unworthiness - yet in obedience to ye gospel of our Lord Jesus - We do this day before God and his people give ourselves and ours first unto God and then one to another to walk together in attendance to all the duties and enjoyment of all the privileges of the covenant of grace, that are to be attended and enjoyed in particular visible churches, -making the Scripture to be our rule.

We do declare it to be our purpose, as God shall assist, both in our principles and practice in all substantials, to walk in consonance with ye Churches of Christ with whom we hold communion.”

ARTICLE III

FAITH

The Church acknowledges as its sole Head, Jesus Christ, the Son of God and the Savior of us all. It acknowledges as brethren in Christ all who share in this confession. It looks to the Word of God in the Scriptures, and to the presence and power of the Holy Spirit, to prosper its creative and redemptive work in the world. It claims as its own the faith of the historic insights of the Protestant Reformers. It affirms the responsibility of the Church in each generation to make

this faith its own in reality of worship, in honesty of thought and expression and in purity of heart before God. In accordance with the teaching of our Lord and the practice prevailing among evangelical Christians, it recognized two sacraments: Baptism and the Lord's Supper or Holy Communion.

As a testimony, but never as a test of our faith, we honor the Statement of Faith of the United Church of Christ, recognizing that each member's right to obey the Word of God, according to the dictates of his or her own conscience, as enlightened by the Holy Spirit, shall be preserved inviolate:

#### A STATEMENT OF FAITH

(As adopted by the United Church of Christ at Oberlin, Ohio, July 8, 1959 and later amended)

“We believe in you, O God, the Eternal Spirit, Father of our Lord Jesus Christ, and our Father, 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 Lord, 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 servants 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 kingdom which has no end.

Blessing and honor, glory and power be unto you! Amen.”

#### ARTICLE IV

#### POLITY

This Church acknowledges Jesus Christ as its Head. Under His guidance and mindful of federal, state and local laws and ordinances, the government of this Church shall be vested in its members, who shall control all its affairs. The Church Council shall coordinate the various programs of this Church and shall act on behalf of the membership on any matters which require

attention between meetings of the membership, provided that the Church Council shall take no action which has been specifically reserved by the membership or has been granted to another body of this Church under these Articles of Incorporation or the Bylaws established hereunder.

This Church shall be part of the United Church of Christ and it shall sustain that relationship to the United Church of Christ described in those portions of the Constitution and Bylaws of the United Church adopted July 4, 1961 relating to local churches.

This Church is subject to the control of no other ecclesiastical body, but it recognizes and sustains the obligations of mutual counsel and cooperation which are common among the member churches of the United Church of Christ, and it is in fellowship with all churches which acknowledge Jesus Christ to be their Lord, seeking with them that unity which shall bring us all into the one body of Christ.

## ARTICLE V

### MEMBERSHIP

Section 1. Membership in this Church shall be open to all baptized persons who have made public confession of faith in Jesus Christ as Lord and Savior and who accept the Covenant of this Church.

Members are expected to fulfill faithfully the obligations of the Covenant of this Church by attending its services regularly, contributing gladly to its support and world-wide ministries as the Lord prospers them, participating in its organized work, and by seeking to lead a Christian life, giving their whole hearts to the service of Christ and His Kingdom.

Section 2. There shall be three classes of membership in this Church: Active, Affiliate and Inactive.

#### (a) Active Members

The active membership of this Church shall consist of those persons who on the effective date of these Articles of Incorporation are active members of this Church in good and regular standing; and, after the above date, those persons may become active members of this Church who are received (a) upon confession of faith, (b) by presentation of a letter of transfer from another church, or (c) by reaffirmation of faith; and who are recommended for active membership by the Board of Deacons and approved by a vote of the Church Council.

#### (b) Affiliate Members

The affiliate membership of this Church shall consist of those persons who on the effective date of these Articles of Incorporation are Affiliate members of this Church in good and regular standing, and after the above date, persons who wish to participate in the life of this Church while maintaining membership in another church. Affiliate members may be received by

the same process as active members. Affiliate members shall have all the rights and duties of regular active members except the right to a letter of transfer to another church.

(c) Inactive Members

The inactive membership of this Church shall consist of those members who fail to contribute or attend for two years and, upon recommendation of the Board of Deacons and approval by a vote of the Church Council, are transferred from either Active membership or Affiliate membership to the Inactive membership. Inactive members shall not be counted in compiling the official roll of members. Upon recommendation of the Board of Deacons and approval of the Church Council, an Inactive member may (1) be dropped from the Inactive list whenever there is no expression of continued willingness by the Inactive member to renew active membership or (2) may be reinstated and given a letter of transfer to another church if he or she requests it, or be reinstated if he or she subsequently revives his or her participation in the life of this Church.

Section 3. Upon request by an Active member or Inactive member, and affirmative vote of the Church Council, a letter of transfer of such member shall be sent to a specific church.

Section 4. Any member, upon written request directed to the Board of Deacons and upon an affirmative vote of the Church Council, shall be permitted to withdraw from membership in this Church, and his or her name shall be removed from the rolls of the Church.

Section 5. If any member becomes a member of another church, his or her membership status shall be reviewed and, if appropriate, modified by the Church Council.

Section 6. All Active and Affiliate Members shall have the right to attend congregational meetings of this Church and to speak and vote on all questions under consideration at such meetings.

ARTICLE VI

DISSOLUTION

This Church and its property shall be forever devoted to religious purposes. No Officer, Member or Employee thereof shall receive any pecuniary profit from this Church except reasonable compensation for services rendered. In the event of the dissolution of this Church, its property shall become vested in, and its functions as trustee shall be assumed by such church or other institution which is organized and operated exclusively for religion or charitable purposes as the membership of this Church shall designate at a meeting called before the said dissolution, or, in the absence of such determination, as the Superior Court for the District of New Haven (or whatever court may have jurisdiction) shall determine.

## ARTICLE VII

### FIRST ECCLESIASTICAL SOCIETY FUND

All funds transferred to the Church pursuant to the dissolution of the First Ecclesiastical Society of the Town of Branford shall be held in perpetuity in a restricted fund, to be known as the First Ecclesiastical Society Fund (the "FES Fund").

The Church Council, upon recommendation by the Endowment Board, is authorized to distribute annually an amount not more than 4% of the average fair market value of the FES Fund as of the last day of December of the three years preceding the year of such distribution, such distribution to be used for church purposes as set forth in the budget adopted by the Congregation for the year of such distribution. Any distribution of the fund in excess of 4% will require 2/3 vote of active members of the church who are voting at a special meeting of the Congregation, called for the purpose of authorizing such distribution or loan.

The Endowment Board shall recommend to the Church for its consideration and adoption such amendment to the Church's Investment Policy Statement as may be appropriate to implement such change.

That the Moderator shall, pursuant to the provisions of Article IX of the Articles of Incorporation, call a special meeting of the Congregation at a date and time to be determined by the Moderator, for the purposes of consideration and, if applicable, act upon such amendment.

## ARTICLE VIII

### REAL PROPERTY

No real property owned by the Church shall be sold, transferred, mortgaged or leased for more than five years unless authorized by a vote of two-thirds (2/3) of the Active members of the Church who are voting at a special meeting of the Congregation called for the purpose of authorizing such act; provided, prior thereto, the Land and Building Board has a reasonable opportunity to review the proposal for such act and to make a recommendation to the Congregation for or against such proposal. Any net proceeds from the sale of Church real estate shall be added to the principal of the FES Fund and any net profit from the rental of Church real estate shall be available for use by the Land and Building Board at any time.

## ARTICLE IX

### AMENDMENTS

These Articles of Incorporation may be amended at the Annual Meeting or any special meeting called for this purpose by two-thirds (2/3) vote of active and Affiliate Members present and voting, provided that a summary of the proposed amendment be included in the call of the meeting.

## ARTICLE X

### EFFECTIVE DATE

These Articles of Incorporation shall become effective on the date that the Church's Certificate of Incorporation is filed with the Secretary of the State of Connecticut, and thereupon the previous Constitution shall be repealed.

[These Articles of Incorporation were adopted by vote of the members at the Annual Meeting held on February 20, 1997. The Certificate of Incorporation was filed with the Secretary of the State on February 25, 1997.]

BYLAWS  
OF  
FIRST CONGREGATIONAL CHURCH  
OF BRANFORD, CONNECTICUT  
(United Church of Christ)

ARTICLE I

THE CONGREGATION

Section 1. Annual Meeting

(a) The annual meeting of the Congregation shall be held on the last Sunday of January of each year at a time and place to be designated by the notice of the meeting. The annual meeting may be postponed for inclement weather or the good cause by the Moderator to a date no more than three (3) weeks later.

(b) Written notice of the time and place of the annual meeting shall be published in the Church newsletter or in a special mailing not less than seven (7) nor more than twenty (20) days prior to the date set for such meeting.

Section 2. Special Meeting

(a) Special meetings of the Congregation may be called at any time by the Senior Minister, the Church Council, or any ten (10) active members, acting through the Clerk.

(b) Written notice of the time and place of a special meeting of the Congregation shall be published in the Church newsletter or in a special mailing, not less than five (5) nor more than fifteen (15) days prior to the date set for such meeting. Notice shall also be given from the pulpit the Sunday preceding the meeting.

Section 3. Quorum

Fifty (50) Active or Affiliate members present at the annual meeting or any special meeting of the Congregation shall constitute a quorum for the transaction of business.

Section 4. Annual Report

At each annual meeting, the Annual Report of the Church containing the reports of all Officers, Boards, Committees and affiliated organizations of activities during the preceding year shall be made available for inspection by the congregation.

Section 5. Eligibility to serve on the Church Council, Boards & Committees

Except as otherwise set forth herein, only Active and Affiliate members may serve on the Church Council or any Board or Committee of the Church.

## ARTICLE II

### THE CHURCH COUNCIL

#### Section 1. Composition

##### (a) Voting Members

The following officers, chairpersons and members shall be voting members of the Church Council, except that the Moderator shall vote in case of a tie:

1. Moderator
2. Moderator-Elect
3. Past Moderator
4. Clerk
5. Treasurer
6. Chairperson, Board of Deacons
7. Chairperson of the Finance Board
8. Chairperson of Stewardship Board
9. Chairperson of Christian Education Board
10. Chairperson of Christian Mission Board
11. Chairperson of Music Board
12. Chairperson of Land and Building Board
13. Chairperson of the Endowment Board
14. Youth Representative appointed by Christian Education Board
15. Chairperson of the Hospitality Committee
16. Chairperson of the Nominating Committee
17. Chairperson of Human Resources Board
18. One member of the Board of Directors of the Child Development Center, to be designated by such Board, but not to be the Director of the Child Development Center.
19. Two (2) members-at-large

##### (b) Non-Voting Members

The following officers shall be members of the Church Council without power to vote:

Senior Minister  
Assistant Ministers/Ministers of Christian Education

#### Section 2. Term

##### (a) Ex-Officio Members

All members of the Church Council, other than the members-at-large and the youth representative designated by the Christian Education Board, shall serve ex-officio.



(b) Members-at-large

The members-at-large of the Church Council shall be elected by a majority vote of the members of the Congregation at the annual meeting of the Church, or any other meeting called for such purpose for a term of one (1) year and until their successors shall be duly elected. No member-at-large may simultaneously serve as an officer or a member of any church board or committee other than the Church Council.

(c) Youth representative

The youth representative shall be designated by the Christian Education Board within thirty (30) days after the Annual Meeting of the Church and shall serve at the discretion of the Christian Education Board.

Section 3. Duties of Church Council

(a) It shall be the function of the Church Council to visualize the entire task of this Church, to appoint such special committees as may be deemed necessary, to advise the Ministers of the general direction of activities, to cooperate with them in the formation and execution of a well-rounded program.

(b) The Church Council shall act for this church between meetings of the Congregation, recognizing that in a Congregational Church of the United Church of Christ, final authority rests with the congregation. The Church Council shall, subject to the Church Constitution and Bylaws, coordinate the spiritual interests, educational matters and financial affairs of this Church, subject to review by the membership.

(c) The Church Council shall approve or disapprove, upon recommendation from the Endowment Board, distributions from all Church memorial and endowment funds (other than the Deacon's Fund and other such funds which are under the jurisdiction of another committee, board or officer of the Church by virtue of the donor's instructions); provided, however, the Council may, from time to time, determine that payments from such funds under an amount it determines appropriate may be made by another committee, board or officer without prior approval.

Section 4. Meetings

(a) Regular Meetings

The Church Council shall conduct regular meetings at such times and places, as it may determine.

(b) Special Meetings

A special meeting of the Church Council may be called by the Moderator, or upon petition of any five (5) members of the Church Council or any ten (10) active members of the Church, acting through the Clerk.

Section 5. Notice of Meeting

Written notice of all meetings of the Church Council shall be given to each member of the Church Council at least five (5) days prior or the day designated if for a regular meeting, and two (2) days prior to the day designated if for a special meeting. Notice shall be given either personally or by mail.

Section 6. Quorum

A majority of the voting members of the Church Council shall constitute a quorum for the transaction of business.

Section 7. Designation of Representatives

In the event the chairperson of a board or committee, who is a member of the Church Council, cannot attend a meeting of the Church Council for any reason, such chairperson may designate a representative from his or her own committee to attend such meeting in his or her behalf and exercise the same voting rights as said chairperson may have; provided, however, such chairperson notify the Moderator or Clerk of the Church prior to such meeting.

ARTICLE III

OFFICERS

Section 1. Moderator

A Moderator shall serve as Chairperson of the Church Council. He or she shall preside at all meetings of the Church Council and the Congregation. The Moderator shall, with the Clerk, sign all obligations, contracts, deeds and mortgages relating to property owned by the Church, promissory notes and other instruments, unless other-wise provided by the Church Council. In the Moderator's absence or in case the Moderator is unable to perform any of the aforementioned duties, the Chairperson of the Board of Deacons, and in lieu thereof, the Chairperson of the Stewardship Board, shall act in his or her place. The Moderator, at the end of the term shall become the Past Moderator for a term of one year, to aid in the transition.

Section 2. Moderator-Elect

(a) Term

A Moderator Elect shall be elected biennially for a one-year term, which expires when the incumbent Moderator's term expires.

(b) Duties

The Moderator-Elect shall undertake such responsibilities as requested by the Moderator with a view to learning about the governing structure and operations of the Church and the responsibilities of the Moderator.

### Section 3. Registrar

The Registrar shall keep a register of this Church with dates and methods of admission, dates of resignation, dismissal or death; together with a record of baptisms, marriages and whatever records may be deemed necessary by the Church Council. The Registrar shall issue letters of transfer to other churches upon recommendation of the Church Council and such credentials, as may be required by delegates to other bodies. The Registrar's annual report shall include such items as are given in the annual report to the Connecticut Conference of the United Church of Christ.

### Section 4. Clerk

The Clerk shall maintain a true record of all the business meetings of the Congregation and the Church Council. The Clerk shall notify officers, members of boards and committees and delegates of their election or appointment. The Clerk shall give notice of all meetings as required by the bylaws of the Church and by the laws of the state of Connecticut.

### Section 5. Treasurer and Assistant Treasurer

(a) The Church shall have three fiscal officers: the Treasurer, the Assistant Treasurer of General Church operations, and the Assistant Treasurer for the First Ecclesiastical Society Fund.

(b) The Treasurer shall receive and have custody of all funds of the Church. He or she shall disburse the funds in accordance with the direction of the Stewardship Board. The Treasurer shall make such statement of the financial condition of the Church as shall be requested and shall make a written statement in detail annually to the Church.

(c) authorized to sign financial papers and documents, including such items as may be necessary to the conduct of the business of the Church.

(d) The Treasurer shall establish separate accounts for all undesignated bequests and special gifts until the permanent use or disposition of these funds shall be determined by the Church Council.

(e) The Church shall provide bonds of adequate size for the Treasurer and each Assistant Treasurer as determined by the Stewardship Board.

(f) The Assistant Treasurer for the First Ecclesiastical Society Fund shall be responsible for the deposit of all items of receipts into, and the payment of all expenses and grants out of, all accounts of the First Ecclesiastical Society Fund.

### Section 6. Archivist

The Archivist shall have charge of the records of the Church, and shall be responsible for the selection of the proper space and conditions for the preservation of such records.

Section 7. Historian

The Historian shall make notes of the activities of the Church and of all affiliated organizations and shall present at the Annual Meeting a summary of the work of the Church, which summary shall be included among the permanent records of this Church.

Section 8. The Length of terms and number of consecutive terms of the Officers of the Church shall be as follows:

	Length of term (years)	Consecutive terms permitted	Number elected annually
Moderator	2	None	1 every 2nd year
Moderator-Elect	1	None	1 every 2nd year
Past Moderator	1	None	1 every 2nd year
Registrar	2	3	1 every 2nd year
Clerk	2	3	1 every 2nd year
Treasurer	1	5	1
Assistant Treasurer for General Church Operations	1	5	1
Assistant Treasurer for the First Ecclesiastical Society Fund	1	5	1
Archivist	1	Unlimited	1
Historian	3	2	1 every 3rd year

Section 9. Election of Officers

The officers of the Church shall be elected at the Annual Meeting of the Church and shall assume office on the first Sunday of February following their elections.

Section 10. Dismissal of Officers

The dismissal of a church officer shall be the prerogative of the Church Council, which shall act only at a special meeting convened for that purpose.

ARTICLE IV

CHURCH STAFF

Section 1. General Qualifications

The staff of the Church referred to in this Article shall be Active Members, except the Assistant Minister and/or the Associate Minister may be an Affiliate Member.

## Section 2. Senior Minister

### (a) Procedure for Calling

Whenever the office of Senior Minister becomes vacant, the Board of Deacons shall form a Pastoral Search Committee of not less than seven (7) nor more than twelve (12) Active Members to take the necessary steps to search for a suitable candidate to fill the vacancy. One committee member shall be chosen from the Stewardship Board and one committee shall be chosen from the Board of Deacons. When this committee is prepared to recommend a candidate, it will submit its recommendation to the Board of Deacons for consideration. If the Board of Deacons approves the recommendation, the Board shall forward the recommendation to the Church Council. If the Church Council approves the recommendation, it shall call a special meeting of this Church to receive the report of the Committee and to take action upon the recommendation. As such a meeting, a two-thirds (2/3) vote of those members present and voting shall be required to choose a Senior Minister. As soon as practicable after accepting the call, the new Senior Minister shall become a member of this Church.

### (b) Duties

The Senior Minister shall administer the sacraments and rites of the Church, conduct public worship, preach and teach the gospel, exercise pastoral care for the members of the parishes, and, subject to the authority vested in the Church Council, oversee all departmental activities, and serve as the chief administrator for all staff activities. The Senior Minister shall have the authority to designate specific tasks as needed. The Senior Minister shall be an ex-officio non-voting member of the Church Council and all boards and committees.

### (c) Term of Office

The term of office of the Senior Minister shall be indefinite, or as mutually agreed upon. In the event of loss of ministerial standing, his or her term of office shall end immediately.

### (d) Voluntary Resignation

The Senior Minister may at any time submit his or her resignation in writing to the Board of Deacons, giving three months notice, unless a briefer notice is mutually agreeable.

### (e) Call for Resignation

It shall be the prerogative of the Board of Deacons to consider the need to ask for the resignation of the Senior Minister. Before reaching a decision, the Board shall have conferred with the Minister of the State Conference. After such conference, if a majority of the full membership of the Board is convinced that a request for resignation should be considered further, it shall call for a special meeting of the Church Council expressly for that purpose. If a majority of the full membership of the Church Council decides that the matter should be presented to the entire membership, it shall call for a special meeting of the congregation to consider this question.

The Congregation may call for the Senior Minister's resignation by a two-thirds (2/3) vote of the members present and voting at a Church meeting duly called for the purpose, with adequate notice having been given, with the expectation that his or her resignation shall then be presented within ninety (90) days.

### Section 3. Associate Minister, or Assistant Minister or Minister of Christian Education

#### (a) Procedure for Calling

The Church shall follow the procedure set forth in Section 2(a) of this Article in selecting an Associate Minister, or Assistant Minister or Minister of Christian Education, provided, however, that the Board of Deacons and the Church Council shall seek the advice of the Senior Minister prior to taking action on the recommendation of the Pastoral Search Committee.

#### (b) Duties

The Associate Minister, or Assistant Minister or Minister of Christian Education shall assist the Senior-Minister in his or her general duties. He or she shall lead in the planning, development and coordination of the total education program of the Church in cooperation with the Christian Education Board; shall provide for the training of principals, teachers and others working in the programs; and shall promote the cooperation of this Church with other churches in the community in educational matters.

#### (c) Term

The term of office of Assistant or Associate Minister or Minister of Christian Education shall be indefinite or as mutually agreed upon.

#### (d) Call for Resignation

It shall be the prerogative of the Board of Deacons to consider the need to ask for the resignation of the Assistant or Associate Minister or Minister of Christian Education. If a majority of the full membership of the Board, after consultation with the Senior Minister, is convinced that a call for resignation should be considered further, the Board shall call for a special meeting of the Church Council expressly for that purpose. If a majority of the full membership of the Church Council decides that the matter should be presented to the Congregation, the Church Council shall call for a special meeting of the Congregation to decide the question.

### Section 4. Director(s) of Music

#### (a) Appointment

The Music Board shall form a search committee consisting of the members of the Music Board and one representative each from the Board of Deacons, the Choir, Stewardship Board and Christian Education Board, to locate a suitable candidate or candidates to serve as Director(s) of Music. The search committee shall submit its recommendation to the Church Council for final approval.

(b) Duties

The Director(s) of Music shall perform such duties with respect to the musical program, as the Music Board shall determine.

(c) Term

The term of office of Director(s) of Music shall be indefinite or as mutually agreed upon.

(d) Call for Resignation

It shall be the prerogative of the Music Board to consider the need to ask for the resignation of the Director(s) of Music. If a majority of the full membership of the Music Board, after consultation with the Senior Minister, is convinced that a call for resignation should be considered further, the Board shall call for a special meeting of the Church Council expressly for that purpose. The Church Council shall have the authority to decide the question without any obligation to refer it for further consideration to the congregation.

Section 5. Church School Superintendent

(a) Appointment and Dismissal

The Church School Superintendent shall be appointed or dismissed by the Christian Education Board.

(b) Duties

The Church School Superintendent shall carry out Church School policies, established by the Christian Education Board. He or she shall have the general management and supervision of all departments and activities of the Church School.

ARTICLE V

STANDING BOARDS, COMMITTEES AND DELEGATES

Section 1. The Board of Deacons

(a) Number

The Board of Deacons shall consist of twelve Active members of the Church. As vacancies occur on the Board, the Church Council shall strive, but shall not be required, to fill such vacancies with such persons as to assure approximately equal representation of men and women.

(b) Term and Election

At each Annual Meeting, the Congregation shall elect up to four deacons by a majority vote to serve for a term of three (3) years,

(c) Duties

It shall be the duty of the Deacons to cooperate with and advise the ministers in ministering to the spiritual interest of the Church and community.

The Board shall have the responsibility for fostering church growth, which includes the assimilation and integration of new members.

The Board shall assist in the administration of the sacraments of Baptism and Communion and the formal reception of new members into this Church.

The Board shall control and administer the Deacon's Fund and any Church Income Funds designated by the donor to be administered by the Board of Deacons.

The Board shall assist in caring for the poor, the sick, the sorrowing, the indifferent and the stranger.

The Board shall make an annual survey of the Church Roll in cooperation with the Registrar and previous to the Annual Meeting submit recommendations to the Church Council.

The Board shall provide for the supply of the Pulpit in the absence of the Ministers.

The Board shall be responsible for the preparation of the Table for the Sacrament of the Lord's Supper and shall be responsible for the distribution of the altar flowers and plants in cooperation with the Flower Committee.

It shall be the prerogative of the Board of Deacons to recommend the installation of a minister by an Ecclesiastical Council.

In the preparation for the understanding and assumption of Covenant obligations, the Minister and the Board of Deacons shall be responsible for assuring that a Confirmation Class and a Covenant Class for adult applicants for church membership are regularly provided.

The Board, through its Senior or Assistant Senior Deacons, shall oversee the activities of, and meet periodically with, the Chairpersons of the Ushering Committee, Flower Committee and the Service Personnel and Student Contact Committee.

The Board shall appoint a Coordinator of a Caregivers program, the purpose of which program shall be to provide volunteer help to members of the Branford community with special consideration for the members of this Church. The Board shall be responsible for the operation of the program.

(d) Junior Deacons The Congregation may elect at its Annual Meeting, or at a Special Meeting called for this purpose, an active member of the Congregation who is under the age of twenty-one (21) to serve as a member of the diaconate in addition to the twelve Active members authorized under subsection (a) of this paragraph. Such members shall have a term ending at the next Annual Meeting, but are eligible to be re-elected for additional one (1) year terms until the



Annual Meeting preceding his or her twenty-first (21st) birthday. In no event shall there be more than two (2) members serving as deacons under this paragraph at any given time.

## Section 2. Stewardship Board

### (a) Composition

The Stewardship Board shall consist of five Active members of the Church.

### (b) Duties

i. The Board shall organize and conduct the Annual Stewardship Enlistment Campaign Program and such additional funding campaigns as may be determined by the Church Council or Congregation.

ii. The Board shall conduct an on-going program to encourage planned giving for the Church.

iii. The Board shall meet with the Finance Board on at least one occasion annually and on such additional occasions as the Finance Board may deem appropriate to assist in the preparation of the proposed annual budget of the Church.

iv. In the event that the Finance Board advises the Board that the Finance Board anticipates a negative variance in the Church's revenue and expenses compared to the annual budget, the Board shall consult with the Finance and Endowment Boards in a timely manner to make one or more recommendations to the Church Council to remedy such variance.

v. The Board shall undertake such additional and similar activities as may be directed by the Church Council from time to time.

## Section 3. Finance Board

### (a) Composition

The Finance Board shall consist of four Active members of the Church. In addition, the Treasurer or, upon his or her designation at any one or more meetings, the Assistant Treasurer of General Church Operations shall serve ex officio with power to vote. .

### (b) Duties

i. Except as to such First Ecclesiastical Society Funds as may be governed by Article VII of the Articles of Incorporation of the First Congregational Church, as amended, the Board shall annually prepare and present a budget to the Church Council and Congregation for approval. Such Annual Budget, as passed by the Congregation, shall automatically continue into January of the following fiscal year as an interim budget until the passage of the new Annual Budget at the Annual Meeting. No expenditure shall

be made by any officer, staff member or individual that is not provided for by the budget, unless specific permission has been obtained from the Finance Board in advance of such expenditure.

ii. The Board shall monitor and report to the Church Council on a monthly basis as to the status of income and expenditures of the Church as related to budgeted amount in such format as the Church Council may direct from time to time.

iii. The Board shall advise the Church Council in a timely manner as to any anticipated negative variance in the income and expenses of the Church as compared to the annual budget, and, together with the Stewardship Board and Endowment Board, shall make one or more recommendations to the Church Council to remedy such variance.

iv. The Board, subject to review and consent of the Church Council, shall establish a system to determine the approvals necessary for expenditures of Church funds, other than endowed funds.

v. The Board, together with the Audit Committee, shall annually review the financial policies of the Church as the same relate to the security of Church funds and recommend to Church Council any revisions thereof.

vi. The Board shall undertake such additional and similar activities as may be directed by the Church Council from time to time.

#### Section 4. Christian Education Board

##### (a) Composition

The Christian Education Board shall consist of nine (9) members and the following: Associate Minister, Assistant Minister, Minister or Director of Christian Education, Church School Superintendent, and two senior high youth of the Church.

##### (b) Duties

The Board shall have authority and responsibility to initiate and to direct the educational aspects of the ministry of this Church, providing opportunities for study, discussion, and experience of the realities of the Christian faith and mission.

The Board shall be authorized to appoint the following for terms expiring on the first Sunday of June each year: the Church School Superintendent, the teachers and officers of the Church School, the advisors of the youth groups, and such other persons as may be necessary for the realization of the aims of the program of Christian education, provided that the Board shall reserve the right to remove such appointees at any time.

## Section 5. Music Board

### (a) Mission Statement

“This Board is commissioned by our faith in Jesus Christ, to plan, provide, and support Christian programs and opportunities which will appeal to the broad spectrum of our Church Community.”

### (b) Composition

The Music Board shall consist of six (6) members.

### (c) Duties

The Board shall be responsible for providing an Organist, Choir Director and such personnel as may be deemed necessary. It shall provide music for the regular worship services of this Church and for such special services, as it deems appropriate. The care of the organs, pianos and other music property shall be the responsibility of the Board provided the Board may seek the assistance of the Land and Building Board when it deems it appropriate.

## Section 6. Mission Board

### (a) Composition

The Mission Board shall consist of nine (9) members.

### (b) Duties

The Board shall seek to carry forward the concern and ministries of this Church in the name of Christ toward meeting human needs in the community, the nation and the world by challenging and educating the general membership in the mission set forth in the Gospel, by suggesting opportunities for study and correlating special benevolence projects of Church groups and organizations, and by supervising and appropriating special benevolence offerings in cooperation with the Stewardship Board and Treasurer. The Board shall cooperate with the Stewardship Board in preparing the annual benevolence budget of the Church.

## Section 7. Ushering Committee

### (a) Composition

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

### (b) Duties

The Committee shall be responsible for the ushering at all regular and special services of this Church.

Section 8. Flower Committee

(a) Composition

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

(b) Duties.

The Committee shall secure and arrange flowers for the altars.

Section 9. Service Personnel and Student Contract Committee

(a) Composition

The Service Personnel and Student Contact Committee shall consist of one (1) member.

(b) Duties

The Committee shall maintain an active contact with military service personnel and students who are away from home.

Section 10. Nominating Committee

(a) Composition

The Nominating Committee shall consist of six (6) members.

(b) Duties

The Committee shall recommend to the congregation at the Annual Meeting a slate of members to fill vacancies on boards and committees and to serve as officers following election at the Annual Meeting. The right of a member to make nominations from the floor shall always be recognized.

Section 11. Hospitality Committee

(a) Composition

The Hospitality Committee shall consist of six (6) members.

(b) Duties

The Committee shall be responsible for securing volunteers for the preparation and serving of refreshments at the regular Sunday coffee hour and other Church receptions and the securing of greeters at church services. Records shall be maintained of all expenditures for subsequent reimbursement by the Church Treasurer.

Section 12. Bylaws Committee

(a) Composition

The Bylaws Committee shall consist of four (4) members.

(b) Duties

The Committee shall study recommendations made by members, boards, committees and staff with respect to revising the Constitution and Bylaws of the Church and, when requested by the Church Council, draft amendments to said governing instruments.

Section 13. Human Resources Board

(a) Composition

The Human Resources Board shall consist of six (6) active members of the Church.

(b) Duties

The Board shall meet with the Senior Minister for the purpose of addressing the administrative concerns of the church staff, developing and maintaining uniform written staff policies, preparing and reviewing covenants of employment for paid Church staff, and providing such assistance as the Senior Minister, the Church Council and the Church Boards may request on matters involving church personnel.

Section 14. Land and Building Board

(a) Composition.

The Land and Building Board shall consist of nine (9) Active members of the Church.

(b) Duties.

The Land and Building Board shall properly maintain, repair, keep and operate all of the Church's land and buildings and appurtenances thereto. The Land and Building Board shall recommend to the Church Council and Congregation an annual budget, which shall include the funding for the activities of the Center Cemetery Committee.

Section 15. Endowment Board

(a) Composition.

The Endowment Board shall consist of five Active members of the Church.

(b) Duties.

i. Subject to the provisions of subparagraph ii hereof, the Endowment Board shall have the authority to hold, sell, exchange, transfer, invest, reinvest, and in all other respects manage and control the assets of the Church's endowed funds, as in its judgment and discretion it shall deem wise and prudent in keeping with a policy of preservation and appreciation of the investments of the Church. The Board shall report to the Church Council quarterly as to the performance of such investments.

ii. The Endowment Board shall, no less than every two years, after consultation with any investment advisor or manager whom it has retained, recommend to the Church Council an investment policy for the investment of endowed funds. The Church Council shall adopt an investment policy and the investments by the Endowment Board shall be subject to such policy.

iii. Subject to the approval of Church Council, the Endowment Board may retain and dismiss such advisors or managers as it deems appropriate for management of the Church's endowed funds.

iv. The Endowment Board shall meet with the Finance Board on at least one occasion annually and on such additional occasions as the Finance Board may deem appropriate to assist in the preparation of the proposed annual budget of the Church.

v. The Endowment Board shall make recommendations to the Church Council for distributions from all Church memorial and endowment funds (other than the Deacon's Fund and other such funds as may be under the jurisdiction of another committee, board or officer of the Church by virtue of the donor's instructions)

vi. In the event that the Finance Board advises the Endowment Board that the Finance Board anticipates a negative variance in the Church's revenue and expenses compared the annual budget, the Endowment Board shall consult with the Finance and Stewardship Boards in a timely manner to make one or more recommendations to the Church Council to remedy such variance.

vii. The Endowment Board, subject to review and consent of the Church Council, shall establish and maintain a system to determine the approvals necessary for expenditures of endowed funds.

viii. The Board, together with the Audit Committee, shall annually review the financial policies of the Church, as the same may relate to the security of endowed funds, and recommend to Church Council any revisions thereof.

(c) Liability.

The members of the Endowment Board shall not be held liable for any losses which may be incurred upon the investments of the assets of the endowed funds, except to the extent such losses shall have been caused by bad faith or gross negligence of the members thereof, provided, however, that 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 endowed funds in which the member has a direct or indirect financial interest and shall at all times refrain from any conduct in which his/her personal interests would conflict with the interest of the endowed funds.

Section 16. Center Cemetery Committee

(a) Composition.

The Center Cemetery Committee shall consist of three (3) Active members of the Church.

(b) Duties.

The Center Cemetery Committee shall supervise the restoration and care of those parts of the Center Cemetery in Branford, Connecticut, which are of historical interest to the Church.

Section 17. Audit Committee

(a) Composition

The Audit Committee shall consist of three (3) Active members of the Church.

(b) Duties

The Audit Committee shall be responsible for annually reviewing, or causing to be reviewed, the financial records of the Church, including the financial records of all endowed funds. The Committee shall report its findings annually to the Congregation and shall recommend, when appropriate, improvements to the financial controls and record keeping of the Church.

Section 18. Delegates to meetings of the Connecticut Conference of the United Church of Christ New Haven East Consociation, and New Haven Council of Churches and other ecclesiastical organizations and representative directors to the Branford Royal Grant Corporation

(a) Composition

The number of delegates elected to serve as representatives of the Church shall be dependent upon the governing rules of the above organizations holding the conference or meeting.

(b) Duties

All delegates shall attend the conference or meeting to which they are assigned and shall make an appropriate “Delegates Report” of the meeting(s) attended to the Church Council. All delegates should make reasonable efforts to attend meetings of the Church Council.

Section 19. Election of delegates, representatives and members of boards and committees

(a) General

All delegates and representatives, and new members of boards and committees shall be elected at the Annual Meeting of the Congregation and shall assume their duties on the first Sunday of February following their elections.

(b) Vacancies

In the case of vacancy in any officer position, board, committee, delegation or representation, the Church Council, upon recommendation of the Nominating Committee, shall appoint a member to fill the unexpired term.

Section 20. Number Length of Terms Consecutive term permitted and Number elected annually of Boards and Committees

Name of Board/ Committee	Number of Elected members	Length of term (yrs)	Consec. terms permitted	Number elected (each yr)
Deacons	12	3	2	up to 4
Stewardship	5	3	2	2 , except 1 every 3 <sup>rd</sup> year
Christian Ed.	9	3	2	3
Mission	9	3	2	3
Music	6	3	2	2
Finance	4	3	2	1 except 2 every 3 <sup>rd</sup> year
Ushering	3	3	Unlimited	1
Flower	3	1	3	3
Service Pers. & Student Contact	1	1	3	1
Hospitality	6	3	2	2
Bylaws	4	4	2	1
Human Resources	6	3	2	1
Nominating	6	3	2	2
Endowment	5	3	2	2, except 1 every 3 <sup>rd</sup> year
Land and Building	9	3	2	3
Center Cemetery	3	3	2	1
Audit	3	3	2	1



Section 21. Eligibility to serve as member of Board or Committee

No Board or Committee member, Delegate or Representative shall be eligible for re-election until one (1) year has elapsed after his or her last permitted term of office expires.

Section 22. Organizational Meetings of the Boards and Committees

In anticipation of the reorganization of the Boards and Committees as of the first Sunday of February of each year, Boards and Committees shall meet as soon as practicable following the Annual Meeting, (but no later than June 1st of each year), with those church members who were elected to serve on the board or committee at the Annual Meeting. The purpose of the meeting shall be for the new committee and board to elect a chairperson, a secretary and such other officers and/or subcommittees as it may establish for the operation of the Board or Committee in that year.

ARTICLE VI

GENERAL MATTERS RELATING TO THE CONDUCT OF MEETINGS AND WORSHIP SERVICES

Section 1. Conduct of Worship Services

Public Services for Worship shall be held statedly on each Sunday in the Church sanctuary or chapel and may be held at other times, as the Board of Deacons may direct.

Section 2. Place for Conduct of Business Meetings

Business meetings shall not be held in the Sanctuary unless authorized by the Church Council.

(a) Rules of Procedure

Robert's Rules of Orders shall be the criteria for the conduct of all business meetings of the Church.

ARTICLE VII

FISCAL YEAR

The Church shall be on a fiscal year ending on December 31.

## ARTICLE VIII

### AMENDMENTS

These Bylaws may be amended at the Annual Meeting or any special meeting called for this purpose by a majority vote of Active and Affiliate Members present and voting, provided that a summary of the proposed amendment be include in the call of the meeting.

## ARTICLE IX

### EFFECTIVE DATE

The effective date of these Bylaws shall be June 5, 1988. These Bylaws were amended as follows: at the Annual Meeting of the Church on February 15,1990 (effective June 3,1990); at the Annual Meeting of the Church on February 21,1991 (effective that date); at the Annual Meeting of the Church on February 15,1996 (effective that date); at the Annual Meeting of the Church on February 20,1997 (effective that date); at the Annual Meeting of the Church on February 13, 2000 (effective that date); at the Annual Meeting of the Church on February 4, 2001 (effective that date); at the Annual Meeting of the Church on January 27, 2002 (effective that date); at the Annual Meeting of the Church January 26,2003 (effective that date); at the Special Meeting of the Church March 6, 2005 (effective that date); at the Annual Meeting of the Congregation, February 2, 2014 (effective that date). At a Special Meeting (June 1, 2014) Articles of Incorporation, Article VII Section b. (change in FES distribution); after February 2, 2014: Article 1, Section 3 (change Quorum), Article V, Section 1a (reduce number of deacons), Article V, Section 2a (reduce members on Stewardship Board, Article 5, Section 3 1a-6 (created Finance Board), Article 5, Section 15a b, i-viii (reduce Endowment Board) At a Special Meeting 2014 (effective that date) Articles of incorporation, Article VII Section b. (change in FES distribution); after February 2, 2014: Article 1, Section 3 (change Quorum), Article V, Section 1a (reduce number of deacons), Article V, Section 2a (reduce members on Stewardship), Article 5, Section 3a,b (create Finance Board), Article 5, Section 15a,b,i-vii, (reduce term on Endowment Board).

Revised 2-5-2015