

**BYLAWS OF THE COMMUNITY CHURCH OF SANDWICH
AS ADOPTED BY THE CHURCH
ON MAY 4, 2014**

PREAMBLE

The Community Church of Sandwich is the continuation of the "Federated Church of Sandwich," having been comprised previously of the United Methodist Church of Sandwich, the Free Baptist Church of Sandwich, and The Federated Church of Sandwich. We seek to be responsive to God's call for us to be a community faithful to Jesus the Christ and guided by the Holy Spirit.

ARTICLE I - NAME AND NATURE

The name of this church is the Community Church of Sandwich, hereafter referred to as "Church." It is a "Dually Aligned" congregation which maintains affiliation with the United Methodist and the American Baptist Churches.

The purpose of the Church shall be consistent with the tradition of Christian ministry and witness. Statements of the current mission and vision of this congregation shall be developed through the Church Council and reviewed regularly. These statements shall guide the activities of the congregation in the expression of its ministry as a community of Christian believers. The Church shall maintain a congregational polity.

ARTICLE II -DENOMINATIONAL AFFILIATIONS

This Church affiliated with the United Methodist Church and the American Baptist Churches to the extent of obtaining advice and service, paying our fair share of support through normal assessments, accurate and timely reporting of required statistical data, obtaining the services of clergy, receiving denominational staff visits, distributing denominational program materials, and in sending appropriate members to judicatory organizations, as provided by the United Methodist Church, and the American Baptist Churches.

ARTICLE III - MEMBERS

Section 1:

1. All members of the prior, constituting churches became members of the Community Church of Sandwich.
2. Membership shall be reported annually to both denominations as 20 percent United Methodist and 20 percent American Baptist, as may be amended from time to time by the Council. These percentages are for the statistical purposes of each denomination.
3. New members may be received by confession of Christian faith and baptism, re-affirmation of faith, or by transfer of membership. All persons seeking to join this local congregation shall meet with the Pastor and Deacons for pre-membership

orientation, and will be welcomed into the fellowship of the church at a service of worship.

4. No one may be disqualified for membership in the congregation or for any church office on the basis of race, ethnic background, gender, marital status, sexual orientation or disability.
5. Persons who wish to retain full membership in another church or denomination may join as Associate Members with the same rights as full members.
6. The Clerk of the Church shall maintain records of all members of the church.
7. Members may voluntarily withdraw their name from the membership roll by letter of transfer to another church, or by requesting withdrawal through the Pastor or the Clerk.
8. A member may be moved to the inactive roll by the Deacons if the member has indeed been inactive in the life of the church by prayers, presence, gifts, or service for at least two years, provided annual attempts have been made by the Deacons to invite that member back into active participation.
9. At any time, an inactive member may be restored by the Deacons to active membership either by becoming active in the life of the church or by requesting a letter of transfer to another congregation.

ARTICLE IV - CHURCH MEETINGS

Section 1: ANNUAL MEETING

The Annual Church Meeting shall be held in January of each year, the exact date being determined by the Church Council. The United Methodist District Superintendent and the American Baptist Churches Regional Executive Minister shall be notified so they may attend. The meetings of the Church shall be presided over by the Moderator. The business of this meeting shall include:

1. The election of all church officers and board members as specified in these bylaws.
2. The presentation of all annual reports for the previous year and any subsequent action required.
3. Presentation and approval (or modification) of the current year's operating budget as prepared by the Board of Trustees and recommended by the Church Council.
4. Any additional business that may appropriately be considered by the congregation.
5. Election of two auditors to serve for one-year terms whose duty it shall be to audit the accounts of the Treasurer, Financial Secretary, Memorial Gifts Fund, and the Pastor's Discretionary Fund (following the policy adopted by the Board of Pastoral/Staff Relations), in accordance with customary professional auditing practices, prior to submitting a report for inclusion in the Annual Church Report.
6. Election of a Nominating Committee of at least three persons, each serving for three-year terms on a rotating basis. No person shall serve more than three consecutive years. The Pastor shall be a member *ex officio*, with voice but not vote. The Nominating Committee shall prepare a slate of officers and members of all church Boards to be elected at the annual meeting including the Lay Member(s) of

the New England Annual Conference of the United Methodist Church and delegate(s) to the American Baptist Churches of VT & NH. In addition, the Nominating Committee shall assist the Council in filling vacancies occurring during the year.

Section 2: SPECIAL MEETINGS

1. A special meeting of the church membership shall be held when called:
 - (a) by the Pastor, the Council, the Trustees, or Deacons; or
 - (b) by written petition, signed by seven members and presented to the Moderator or Pastor.
2. The business to be conducted at the special meeting must be written and included in the regular notification for the meeting.
3. The special meeting of the church membership may conduct only such business as has been publicized as the purpose of the meeting.

Section 3: QUORUM

1. Fifteen church members shall constitute a quorum for regular and special meetings.

Section 4: NOTICE OF MEETINGS

1. Notice of any Church meeting shall be publicly read from the pulpit and printed in the weekly church bulletin on each of two Sundays before the date of the meeting. Such notice shall state the date, time, purpose, location, and method of calling such meeting.

Section 5: ELIGIBILITY OF VOTERS

1. Each member of the Church, regardless of age, shall be entitled to one vote, unless prohibited by state law.

ARTICLE V - OFFICERS

The officers of the congregation shall be Moderator, Treasurer, Assistant Treasurer(s), Financial Secretary, Assistant Financial Secretary(ies) and Clerk. They are to be elected from the membership at the Annual Meeting to serve terms as noted below. All terms of office begin and end at the close of the Annual Meeting.

Section 1: MODERATOR

The Moderator shall serve for 3 years and may be elected for no more than one additional 3 year term. The Moderator shall preside at all business meetings of the Church and of the Church Council. In the absence of the Moderator, a Moderator *pro tempore* shall be elected by the members of the Council to conduct the meeting. The Moderator may also participate (without vote) in all meetings of boards and committees. (The Moderator shall be Chairperson of the Administrative Council for United Methodist reports.)

Section 2: CLERK

The Clerk shall be elected to serve for 1 year without term limit. The Clerk shall keep records of all categories of church members (active, associate and inactive), as well as of all baptisms, marriages, and deaths. The clerk shall also keep the minutes of all congregational and council meetings, and shall verify the necessary quorums for

meetings. The Clerk of the Church shall also serve as Clerk of the Council.

Section 3: TREASURER AND ASSISTANT TREASURER(S)

The Treasurer and Assistant Treasurer(s) shall be elected to serve for 1 year without term limit. The Treasurer shall be the fiscal officer of the church and shall operate in accordance with sound financial practices and the instructions of the Board of Trustees. The Treasurer shall pay out funds in accord with the budget and the directions of the Board of Trustees, except for the funds of the Memorial Gifts Fund and the Discretionary Fund, managed by the Historical Records & Memorial Gifts Board and the Pastor/Parish Relations Board respectively. The Treasurer shall keep current financial records of the congregation and submit an annual financial report to the membership at the Annual Meeting. The Treasurer and Assistant Treasurer(s) shall be Trustees *ex officio* and shall provide interim reports at meetings of the Board of Trustees. The Assistant Treasurer(s) shall fulfill the duties of the Treasurer when the Treasurer is unable to do so, shall be authorized to sign on Church accounts for which the Treasurer is authorized, and shall perform other duties as assigned by the Treasurer.

Section 4: FINANCIAL SECRETARY AND ASSISTANT FINANCIAL SECRETARY(IES)

The Financial Secretary and Assistant Financial Secretary(ies) shall be elected to serve for 1 year without term limit. The Financial Secretary shall receive, deposit and keep a record of all funds (except the Memorial Gifts Fund and the Discretionary Fund) given to the Church through contributions and pledges, and shall provide donors with the proper acknowledgment at the end of the year indicating the amount of their contribution. The Financial Secretary shall provide an account to the Treasurer of all monies received and deposited. The Assistant Financial Secretary(ies) shall perform other duties as assigned by the Financial Secretary. The Financial Secretary and Assistant Financial Secretary(ies) shall be Trustees *ex officio*.

Section 5: REMOVAL FROM OFFICE

1. An Officer or member of the Church Council or member of any Church Board may be suspended during an investigation, or removed from office with cause, by a vote of the majority of the members of the Church Council.
2. Any officer, member of the Church Council, or committee or board member may resign by delivering his/her written resignation to the Moderator or to the Clerk. Such resignation shall be effective upon receipt (unless specified to be effective at some other time), and acceptance thereof shall not be necessary to make it effective unless it so states.
3. Any vacancy in the Church Council, in an Office, or on any committee or board may be filled by the Church Council for the remainder of the unexpired term.

ARTICLE VI - PASTOR

Section 1:

The Pastor serving this church may alternate between an appointed United Methodist Pastor and a called American Baptist pastor using the system of the respective

denomination for filling the position of pastor. He/she shall be in good standing with the United Methodist Church, if United Methodist, or have good standing in the American Baptist Churches of VT & NH, if American Baptist. She/he should seek the appropriate standing in the other denomination for the duration of tenure in this church. The pastor shall be accorded the appropriate rights and responsibilities of both denominations. In the case of an American Baptist pastor, the call, acceptance and dismissal shall be in accordance with the practices and provisions of the American Baptist Churches. In the case of a United Methodist pastor, the appointment shall be in accordance with “The United Methodist Book of Discipline” and shall operate within the parameters of a regular, United Methodist pastoral appointment.

Section 2:

The Pastor’s duties are described throughout this document. In addition, the Church may provide a job description for the Pastor.

Section 3:

In the event of a Pastoral vacancy, the Church Council will evaluate the value of making use of a trained interim/transitional pastor before moving to seek the next called/appointed pastor. If the Church Council chooses to utilize an interim/transitional pastor, it will form from the Church membership an Interim Search Committee of between five to seven members to accomplish this task. The Interim Search Committee will recommend a candidate to the Church Council for its consideration and vote. In any event, when the Church Council deems the time is right, it will nominate members of a Pastoral Search Committee of not more than nine Church members, attempting to reflect the diversity of the congregation. The congregation will elect the Pastoral Search Committee, with nominations being open from the floor. This committee will work in consultation with the denominational officials of the American Baptist and United Methodist churches to seek and introduce a suitable candidate to the congregation for its consideration and vote. In deciding when to begin the formation of a Pastoral Search Committee, the Church Council will take into account the differing procedures of the United Methodist and American Baptist denominations, seeking, in so far as possible, to facilitate a full and thorough search in both denominations. This should include consideration of the timing of the United Methodist appointment process, as well as the amount of time needed to prepare the extensive American Baptist church profile.

Section 4:

If no ministerial candidate suitable to the congregation can be found from one of these denominations within a six-month period, (that period shall begin when both denominations have received the church information/profile) the church may look to another denomination for a minister, subject to the approval of the American Baptist and United Methodist denominations. In the event the church elects as its pastor a person of neither of these denominations, said pastor shall be in good-standing in her/his own denomination, and shall follow the steps noted above to gain standing with the Methodist and Baptist denominations.

Section 5:

The Pastor shall work with the Deacons to provide leadership and oversight of the worship

and work of the congregation, planning and conducting worship, administering the sacraments and rites of the Church, promoting the spiritual welfare, giving pastoral care and teaching, and in co-operation with the Church Council, be responsible for the total policy and program of the work of Christ within this congregation.

Section 6:

In accord with the policy currently adopted by the Board of Pastoral/Staff Relations, the Pastor will administer the Pastor's Discretionary Fund, providing a report on the fund's activities for the Annual Meeting.

Section 7:

The Pastor shall be a member *ex officio* of the Council and all Boards, work areas, and committees of the Church, having voice but not vote.

ARTICLE VII - CHURCH COUNCIL

Section 1: MEMBERSHIP

The Church Council shall be composed of the Pastor (*ex-officio*, as noted in Article VI, Section 7 above), the Officers [Moderator, Clerk, Treasurer, Assistant Treasurer(s), Financial Secretary, Assistant Financial Secretary(ies)], Chairpersons or designated representatives of all Boards, and one representative from each designated church group formed by action of the Church Council for fellowship and/or service, such as Ladies Aid. Each person shall have one vote, even if they hold more than one position or office. All members of the congregation are welcome to participate in the Council meetings with voice but not vote. There shall be on the Council at least one elected representative each to the American Baptist Churches of VT & NH and the New England Annual Conference of the United Methodist Church. These representatives shall, with the pastor, receive and interpret denominational materials and concerns. These representatives shall represent the Church at denominational gatherings.

Section 2: PURPOSE

The Church Council shall have oversight and coordination of the total church program, and shall initiate planning, establish goals and priorities, receive reports, determine policy, and review the church ministry. It shall act between congregational meetings in all matters not reserved to the congregation. It shall regularly review and study the needs of the church, and seek ways of strengthening its programs and its leadership. Questions involving major changes in policy shall be referred to the Church membership.

Section 3: RESPONSIBILITIES

1. Fill vacancies in any office except that of Pastor, and vacancies on any Board or Committee, with the advice of the Nominating Committee.
2. Seek to coordinate plans of all groups within the Church.
3. Review the budget proposed by the Trustees and recommend a budget for approval by the church membership.
4. Conduct or refer such business as may come before the Church that does not require action by the Church membership.

Section 4: MEETINGS

1. The Moderator shall preside at all meetings of the Council.

2. The Council shall meet at least five times each year.
3. A quorum shall consist of one-third of the members of the Council.
4. The Clerk shall keep and make available a record of its proceedings, and the Moderator shall report to the Annual Meeting.
5. The Clerk of the Church shall serve as Clerk of the Council.

ARTICLE VIII – BOARDS

Each board may form sub-committees to fulfill its responsibilities. Such sub-committees will be chaired by a member of the board (selected by the board) who may select other members of the board and members from the congregation at large to serve with him/her on the sub-committee.

Section 1: Board of Trustees

The Board of Trustees shall have at least six members. In addition, the Moderator, Treasurer, Assistant Treasurer(s), Financial Secretary and Assistant Financial Secretary(ies), shall be *ex officio* members with voice but not vote. The elected members shall serve for three years on a rotating basis. Elected members may serve no more than two consecutive three year terms. The Board shall meet regularly, at least six times each year. Special meetings may be called by the Chair or by any two members. The Board of Trustees shall:

1. Hold in trust all property and funds belonging to the Church and take all necessary measures for its protection, management and upkeep, excluding the Pastor's Discretionary Fund which is overseen by the Board of Pastoral/Staff Relations and that portion of the Memorial Gifts Fund which is overseen by the Board of Historical Records and Memorial Gifts. They shall determine the use of the buildings for all purposes, religious or secular, but shall have no power to buy, mortgage, lease, or transfer any land or buildings without specific vote of the Church members authorizing such action;
2. Be responsible for all trust and investment funds of the Church and shall periodically review their investment and management, guided by sound investment principles;
3. Be available for advice about gifts and legacies to the Church;
4. Set the financial policies of the Church and instruct the Treasurer, Assistant Treasurer(s), Financial Secretary, and Assistant Financial Secretary(ies) in the handling of the Church's funds;
5. Be guided in their expenditures by the budget adopted by the Church, and not overspend the budget in any category by more than \$3,000 without the approval of the Church granted at an Annual or Special meeting of the congregation;
6. Secure adequate fire and liability insurance for all Church property, subject to annual review;
7. Appoint a Finance Committee to prepare a preliminary budget to be presented to the Board of Trustees for recommendation to the Council for review before presenting it to the Church;
8. Conduct and oversee all capital fund campaigns.

Section 2: Board of Deacons

The Board of Deacons shall have at least six members, serving for three years on a rotating basis. No person shall serve more than six consecutive years. The Board of Deacons shall:

1. Assist the Pastor in promoting and guiding the spiritual welfare of the Church;
2. Call upon prospective Church members and introduce new families into the life of the Church;
3. Assist the Pastor and Clerk in matters of membership, and examine and update the Church membership rolls in preparation for the Annual Meeting;
4. Work with the Pastor to provide meaningful and relevant worship services;
5. Visit the sick and others in need;
6. Assist the Pastor in administering the sacraments;
7. Provide a substitute to officiate in worship and to provide pastoral care in the absence of the Pastor;
8. Appoint and oversee groups to assist with various aspects of the Board's work, which may include but are not limited to: Altar Guild; Music Committee; Visitation Committee ("Pastoral Partners"); Membership Committee; "Prayer Circle;" and Ushering Committee.

Section 3: Board of Historical Records and Memorial Gifts

The Board of Historical Records and Memorial Gifts shall have at least three members, serving for three-years on a rotating basis. No person shall serve more than two consecutive three year terms. It shall collect, organize, and preserve the historical records of the church and promote interest in them. It shall also record and acknowledge memorial gifts, and, with the approval of the Board of Trustees, oversee the spending of monies given for special memorial gifts.

Section 4: Board of Education

The Board of Education shall have at least three members, serving three-year terms on a rotating basis. No person shall serve more than six consecutive years. The Board of Education shall:

1. Promote a basic program of Christian education for all age groups designed to teach the Bible, Christian beliefs, and principles for everyday living;
2. Appoint a Director of the Church School, help recruit teachers & assistants, recruit Youth Fellowship and Adult Study, and Sunday Nursery Care leaders, as well as help support them in their duties.
3. Be responsible for the facilities (classrooms & meeting areas) , provide and maintain equipment, provide training (teachers & youth leaders), provide curriculum & materials for classes, set an annual budget, find opportunities for youth community service, recruit students, youth and group or class leaders.
4. Assure that the opportunity exists for young people to examine the Christian faith and traditions of the Church toward the end of making a personal decision regarding their faith in Christ and Church membership.

Section 5: Board of Pastoral/Staff Relations

The Board of Pastoral/Staff Relations shall have at least three members, serving three-year terms on a rotating basis. No person shall serve more than six consecutive years. All members shall be members of the church. Family members of church staff may not be members of the Board. The Board of Pastoral/Staff Relations shall:

1. Work confidentially with the Pastor in her/his relationships with the congregation, acting as mediator on behalf of both the Pastor and the congregation;
2. Conduct, with the Pastor, annual performance reviews of both the Pastor and the congregation, designed to strengthen areas of effective ministry and identify areas which need strengthening;
3. Recommend the Pastor's annual salary to the Board of Trustees, in consultation with the Pastor and consistent with the standards of the American Baptist and United Methodist Churches, or other denomination as applicable;
4. Hire and supervise an Administrative Assistant to provide appropriate support to the pastor and congregation;
5. Work confidentially with all staff regarding their working relationship with the pastor, with one another and with the congregation, serving as mediator if and when needed;
6. Establish personnel policies for all paid church staff;
7. Work with other appropriate boards in hiring staff in all areas of the Church's life, offering annual recommendations to the Board of Trustees regarding fees and appropriate salaries.

Section 6: Board of Outreach

The Board of Outreach shall have at least three members, serving three-year terms on a rotating basis. No person shall serve more than six consecutive years. The Board of Outreach shall:

1. Promote and support Christian mission and social justice activities in our community, nation, and world;
2. Recommend and administer the allocation of outreach funds as budgeted by Church members;
3. Inform the Church of mission and social justice activities of the American Baptist and United Methodist Churches;
4. Bring before the Church any moral issues and social concerns in the community, nation, or world which are of importance to our Christian faith.

Section 7: Board of Stewardship

The Board of Stewardship shall consist of six members elected to three year terms on a rotating basis and one ex-officio member who serves as the Church's Financial Secretary. Elected members may serve no more than two consecutive three year terms. The Board shall meet regularly, at least six times each year.

General responsibilities of the Board include: assess needs of the congregation and community in the area of stewardship; plan programs and activities responsive to those needs and the church's goals and objectives in the area of stewardship; develop strategies to implement these programs and the criteria by which to evaluate them; determine the board's financial needs and make budget recommendations; provide resources and training to assure the effectiveness of persons and programs; and interpret the work of the Board to the church.

Specific functions of the Board are: provide year-round stewardship education to cultivate an understanding of what it means to be a Christian steward in today's world; help members identify and use their God-given gifts and interests in God's service;

continue to develop and maintain a survey of members in which they identify tasks in the service of the church and community in which they may wish to participate; provide resources to encourage members to consider the needs of the church as they engage in estate planning; and conduct an annual Fall pledge drive to provide the necessary financial resources to support the work of the church in its ministry and mission in the next calendar year.

ARTICLE IX - BENEVOLENCES AND APPORTIONMENTS

The Annual Church Budget shall include an amount for benevolences broken down as follows:

1. The amount apportioned by the New England Conference of the United Methodist Church shall be matched by an equal contribution to the American Baptist Churches of VT & NH.
2. Any additional funds budgeted for "benevolence and apportionment" may be distributed to special mission requests or projects as approved by the Council. The Council may direct the Board of Outreach to review requests and projects and to make a recommendation to the Council.
3. Individually designated contributions beyond the budgeted total may be received and distributed as requested, including benevolences directed toward only one of the denominations.

ARTICLE X - DISSOLUTION OF THE CHURCH

In the event the Church chooses to dissolve or affiliate itself with any other denomination, or either of the previous constituting denominations singly, the congregation will be considered dissolved, and all the assets and possessions shall be divided between the American Baptist Churches of VT & NH, and the New England Annual Conference of the United Methodist Church on a 20% American Baptist / 20% United Methodist ratio. The disposition of the balance will be in accord with the wishes of the congregation, with the following exceptions:

1. Property which is held by the Church for the Trustees of the New England Conference of the United Methodist Church shall be returned to the Trustees of the New England Conference of the United Methodist Church in accordance with "The United Methodist Book of Discipline."
2. Any stipulations regarding property or memorial funds in force at the time of the adoption of these bylaws shall be honored, with the property and/or funds disposed of in a manner consistent with those stipulations.

ARTICLE XI - AMENDMENTS

Amendments to these bylaws may be proposed by the Council or by petition of seven members of the church. Such amendments shall be voted on at a duly convened meeting of church members. The notice of this meeting shall include the text of the existing bylaws that are to be changed and the text of the proposed changes in them, and shall be mailed to members three weeks in advance of the meeting. A two-thirds affirmative vote of qualified voters present shall be necessary for enactment of the proposed changes.

ARTICLE XII - ESTABLISHMENT OF A RELIGIOUS ORGANIZATION

The Church is exclusively a religious organization within the meaning of section 501(c)(3) of the Internal Revenue code as amended, and the Church shall adhere to the provisions thereof.

ARTICLE XIII - LIABILITY AND CONFLICT OF INTEREST

Section 1:

The officers and members of the Church Council or any Board or Committee of the Church shall not be personally liable for any debt, liability or obligation of the corporation. All persons, corporations or other entities extending credit to, contracting with, or having any claim against the corporation may look only to the funds and property of the Church for the payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the corporation.

Section 2:

Except where otherwise provided by law or in these bylaws, no contract or other transaction of the corporation shall, in the absence of fraud, be affected or invalidated by the fact that an Officer or member of the Church Council or any corporation, firm or association of which he or she may be a director, officer, stockholder, member, employee, or agent may be a party to or may have an interest, pecuniary or otherwise, in, any such contract or other transaction.

ARTICLE XIV - RELATIONSHIP TO PREVIOUS CONGREGATIONS

The Community Church of Sandwich is the legal successor of The Federated Church of Sandwich, the United Methodist Church of Sandwich and the Free Baptist Church of Sandwich, including any assets and assignments made to these constituting churches. As such it is responsible for the continuing assurance that all previous bequests, grants, and gifts are used in accord with the donor's wishes.