

**BY-LAWS OF THE FIRST PARISH CONGREGATIONAL CHURCH  
UNITED CHURCH OF CHRIST  
YARMOUTH, MAINE**

**ARTICLE I**

The name of this Church shall be the First Parish Congregational Church, United Church of Christ, Yarmouth, Maine.

**ARTICLE II**

The object of this Church shall be to bind together followers of Jesus Christ for the purpose of sharing in the worship of God and in making His will dominant in the lives of men, especially as that will is set forth by Jesus Christ.

Each Member shall have the right to follow the Word of God according to the dictates of his own conscience, and the following statement of faith (or principles) is not a test to be met, but rather an expression of the spirit in which this Church interprets the will of God.

**Faith** – We believe in God, the Father Creator, infinite in wisdom, goodness and love, and in Jesus Christ, His God’s son, our Lord and Saviour, who for us and our salvation lived and died and rose again and liveth evermore; and in the Holy Spirit, who taketh of the things of Christ and revealeth them to us, renewing, comforting, and inspiring the souls of Man.

**Covenant** – We are united in striving to know the will of God as taught in the Holy Scriptures and in our purpose to walk in the ways of the Lord, made known or to be made known to us. We hold it to be the mission of the Church of Christ to proclaim the Gospel to all humankind, exalting the worship of the one true God and laboring for the progress of knowledge, the promotion of justice, the reign of peace, and the realization of human fellowship. Depending, as did our forebears, upon the continued guidance of the Holy Spirit to lead us into all truth, we work and pray for the transformation of the world into the kingdom of God; and we look with faith for the triumph of righteousness and the life everlasting.

**ARTICLE III**

The government of this Church shall, in accordance with congregational custom, be vested in its Members, and this Church is subject to no other ecclesiastical body. We will recognize, however, and will sustain relations of mutual consent and cooperation with other Churches of the United Church of Christ, with whom we desire to live in friendly fellowship, and with all other Christian Churches.

## **ARTICLE IV Membership**

### **A. Church Members**

#### **1. Qualifications and Acceptance**

Members of this Church shall be all persons in good standing as Members on the date these by-laws are approved and those who are subsequently received by recommendation of the Pastor(s), vote of the Board of Deacons, and acceptance of the Covenant as set forth in Article II. Such persons may be so received under the following conditions:

- a. On presentation of satisfactory letters of transfer from other churches
- b. By reaffirmation of faith
- c. On confession of faith and baptism, unless such baptism is waived by a Pastor and Board of Deacons
- d. Confirmation

#### **2. Reception**

Persons accepted as described in Section 1 under this Article shall be received at a worship service of at some other time as arranged by the Pastors and Board of Deacons. Such persons shall make public their assent to the covenant and receive the right hand of fellowship from the Pastors and Board of Deacons.

#### **3. Membership**

Upon reception, a candidate shall become a member of the Church, having pledged to attend the regular worship of the Church and the service of Holy communion and, as he/she is able, to give systematically support for current expenses and benevolences, to share in its organized work, and to seek diligently the spiritual welfare of the membership and community. In like manner, the existing Church membership shall provide a receptive atmosphere in which each new member may effectively contribute his or her own talents to the enrichment of the Church community. It is the responsibility of each Church member to stimulate and encourage each other in the ways of active Church life, and to celebrate the unique talents each member brings to the life of the Church.

#### **4. Termination**

Any Member of this Church may terminate his/her membership by written notice to the Pastor or Board of Deacons. They shall be entitled to receive a letter of transfer by recommendation of the Pastor and vote of the Board of Deacons.

#### **5. Reinstatement of Members**

Any Member, whose membership has been terminated, under Section 4 of this Article or for any other reason, may be restored to active membership upon his or her request, the recommendation of the Pastors, and vote of the Board of Deacons.

**B. Inactive Members**

Inactive members shall be those members recognized by the Board of Deacons, who for two consecutive years have not attended worship, not communicated with the Church and not made any known contribution to its support. Inactive members shall also include those whose addresses become unknown to the Pastor(s), the Clerk and the Diaconate. Inactive members shall not be considered in the count of Church membership and shall not vote on matters before the Church. Inactive members desiring reinstatement to active membership shall make known their desire to the pastor and/or the Board of Deacons.

**ARTICLE V Officers, Committees and Delegates**

**A. Officers**

The officers of this Church shall be the Pastor(s), Moderator, Vice Moderator, Clerk, Treasurer, Collector and Chairs of the Boards of Trustees and Deacons.

**B. Committees**

1. The Executive Committees shall be the Church Council.
2. The Standing Committees of this Church shall be the Board of Trustees, the Board of Deacons, the Pastoral Relations Committee and the Trust Fund Investment Committee.
3. Each Committee shall meet regularly and maintain minutes of its meetings. A quorum of each Committee shall be a majority of its authorized membership. Each Committee shall act by majority vote of a present quorum.

**C. Delegates**

The Delegates to the Cumberland Association, the Delegates to the Annual Meeting of the Maine State Conference UCC, and the Delegates and to the Yarmouth Ecumenical Council shall be in such numbers as the Church shall be from time to time entitled. The terms of such Delegates shall be indeterminate, but multiple year terms are encouraged to provide continuity.

**ARTICLE VI Nominations**

**A. Each year Church Council shall convene a nominating committee to consider all members of the Church for the positions of Officers, Committee members and Delegates.**

1. The selection of nominees shall recognize the diversity presented in the Church's Covenant of Welcome.
2. Church Council shall submit the nominations at the annual meeting.
3. The Moderator shall provide an opportunity for additional nominations for all offices and committees.
4. In the time between Congregational Meetings, Church Council shall fill any vacancies by appointing a replacement to the unexpired term subject to approval at the next Annual Meeting if appropriate.

## **ARTICLE VII Duties and Election of Pastors and Officers**

### **A. 1. Senior Pastor**

The Senior Pastor shall be the Chief Administrative Officer of the Church and the Associate Pastor(s) and all other paid staff. Personnel matters are the responsibility of the Senior Pastor with oversight, consultation and guidance of the Board of Trustees. The Senior Pastor is responsible for recommending policies and evaluating procedures, as well as providing coordination of personnel practices, policies and benefits. The Senior Pastor will work collaboratively with the Board of Trustees if personnel procedural changes are warranted with approval ultimately resting with the Trustees.

2. The Senior Pastor shall be the chief administrative officer of the Church and shall have the direction and supervision of the Associate Pastor(s) and all other paid staff.
3. The Senior Pastor shall make a report at the Annual Meeting. This report shall describe the overall Church program as carried out during the past year and shall incorporate the Pastor's own activities in this program, of whatever nature.
4. The Senior Pastor shall be called and be elected by a two-thirds vote of a quorum of Members (as defined by Article XI, Section C), and shall become a Member of the Church at the first opportunity after his or her election as Senior Pastor. The Senior Pastor's resignation may be requested at any time by a majority vote of a quorum of Members in a meeting called and noticed for that purpose. The Senior Pastor shall have 60 days in which to present his or her resignation.
5. Resignation shall be deemed given and accepted upon conclusion of the 60-day period in any event. Likewise, the Pastor shall give the Church 60 days-notice in case he or she wishes to leave its service of his or her own volition.

### **B. Associate Pastor**

1. The Associate Pastor shall assist the Pastor in all areas of ministerial duties as determined by the Pastor and the Church Council.
2. The Associate Minister shall be an ex-officio voting member of all committees. He/She shall make a report to the Annual Meeting, highlighting the programs for which he/she is responsible and any other activities of his/her ministry.
3. The Associate Pastor shall be called and elected by a two-thirds vote of a quorum of Members, and shall become a Member of the Church at the first opportunity after his or her election as Associate Pastor. Resignation may be requested at any time by a majority vote of a quorum of members (as defined by Article XI, Section C) in a meeting called and noticed for that purpose. The Associate Pastor shall have 60 days in which to present his or her resignation.
4. Resignation shall be deemed given and accepted upon conclusion of the 60-day period in any event. Likewise, the Associate Pastor shall give he Church 60 days notice in case he or she wishes to leave its service of his or her own volition.

### **C. Moderator and Vice Moderator**

The Moderator and Vice Moderator shall be Church members and shall be elected at the Annual Meeting for a term of two years. After serving a full term, the Moderator shall not be eligible for re-election to the same office until a lapse of two years. The Vice Moderator is eligible to serve a maximum of six consecutive years of service.

1. The following shall be the specific responsibilities of the Moderator:
  - a. Preside at the Annual Meeting, special meetings of the Church and meetings of Council.
  - b. Establish an agenda for Council Meetings with input from the Pastors and Vice Moderator.
  - c. Serve as a non-voting ex-officio member of all Committees.
2. The Vice Moderator shall conduct business meetings of the church and Council in the absence of the Moderator. The Vice Moderator will serve as a liaison to the Task Based Ministries.
3. In the Moderator's and Vice Moderator's absence, the Church Council shall select a Moderator pro-tem.

D. Clerk

The Clerk shall be a Church Member and shall be elected at the Annual Meeting to serve for two years. After serving three full terms, the Clerk shall be ineligible for re-election for one year.

The following shall be the specific responsibilities of the Clerk:

1. Serves as Secretary for all Church Council meetings and for Annual and Special meetings of the Congregation.
2. Provides oral notice of the Annual Meeting at a Sunday Morning Service and ensures that proper written notices have been given to the congregation.
3. Ensures that the Church maintains appropriate records including membership information, records of baptism, marriages and deaths, minutes from the proceedings of the Church and significant written or electronic correspondence by reviewing the Church records with Church staff at least twice a year.
4. Reviews and approves the written "Report of the Clerk" to the Annual Meeting detailing membership statistics, number of baptisms, marriages and memorial services, and attendance statistics for Sunday Services.
5. Carries on an official correspondence, including Letters of Transfer for departing members, for the Church and Council, as requested by the Council.

E. Treasurer

The Treasurer shall be a Church Member and shall be elected at the Annual Meeting to serve for two years. After serving three full terms, the Treasurer shall be ineligible for re-election for one year. The Treasurer shall be bonded at the expense of the Church.

The following shall be specific responsibilities of the Treasurer:

1. Oversee the financial activities of the Church including disbursing funds according to the budget as adopted at the Annual Meeting, or as approved by the Board of Trustees, and ensuring the maintenance of complete and accurate financial records.
2. Support the Board of Trustees in a non-voting advisory capacity including the formation of the Annual Budget.
3. Support Stewardship and Endowment Fund Management Activities.
4. Review and approve the financial statements within the "Treasurer's Report" to the Annual Meeting detailing fund activity and balances and comparative operating reports. Provide a written narrative discussion of the highlights of the financial statements for the Annual Report.
5. Perform other such duties as may be required by the Church Council.

F. Collector

The Collector shall be a Church Member and shall be elected at an Annual Meeting for a term of two years. After serving three full terms, the Collector shall be ineligible for re-election for one year. The Collector shall be bonded at the expense of the Church. The Collector shall appoint and/or delegate such assistants and volunteers and others as necessary to assist in the collecting, counting and reporting of pledge payments and plate or other collections received by the Church during worship services.

G. Deputy Treasurer

The Deputy Treasurer shall be a Church Member, shall be appointed by the Church Council, and shall serve for the term of the Treasurer. The Deputy Treasurer shall assist the Treasurer in performing the duties of the Treasurer and shall have all the powers and responsibilities of the Treasurer. In the event of a vacancy the Deputy Treasurer shall act as the Treasurer until a Treasurer is appointed or elected.

**ARTICLE VIII Duties and Election of Council**

The Council shall consist of the following: Moderator, Vice Moderator, Treasurer, Clerk, (1) Representative from the Board of Deacons, (1) Representative from the Board of Trustees, (6) At-large members. Senior Pastor and Associate Pastor.

At-Large members of the Church, elected by Church membership at the Annual Meeting. The term of office for at-large members shall be three consecutive years with one third of the members elected each year. After serving two full terms each member At-Large must have at least one year off before being re-nominated for an At-Large position.

The following shall be specific responsibilities of Council:

1. Long-range planning.
2. Foster, approve and support all ad hoc and budgeted fund-raising activities.

3. Encourage and empower effective communication among the Church Council, Ministries and membership.
4. Be Responsible for developing and supporting Ministry Teams (Call Based and Task Based).
  - a. Assure that all Task Based Ministries that are essential to the Church's mission and commitments, as well as major budgeted fundraising efforts have adequate membership and resources.
  - b. Assure each Ministry provides a comprehensive, written report detailing past year's activities and future plans for the Annual Meeting.
  - c. Special Responsibilities regarding Call Based Ministries (hereinafter "CBM").
    1. Identify and assign liaisons to each CBM Group.
    2. Approve mission of each CBM Annually.
    3. Review and accept/decline CBM application(s).
5. Submit a proposed budget for Council needs and activities, including support of Call Based Ministry activities.
6. Review and approve the proposed Church budget, as submitted by the Board of Trustees; coordinate the timing of the budget with the Board of Trustees and the Stewardship committee.
7. Designate a nominating subcommittee to prepare slate of candidates.
8. Appoint replacements to fill unexpired terms of officers, committees and such other positions elected by the Church, with the exception of the Pastor and Associate Pastor, until the next Annual Meeting.
9. Appoint a Pastoral Search Committee when there is a vacancy in the Pastorate. The Committee should have representation from Church Council, Boards of Deacons and Trustees and a large representation from the Church membership.
10. Serve in an advisory capacity to all committees of the Church and have the power and authority to resolve disputes.

The Council shall have the powers of the Membership of the Church, provided that the Membership shall always have the power at the Annual or any special meeting to reverse or revise any vote of the Church Council.

## **ARTICLE IX    Duties and Election of Standing Committees**

### **A. Board of Trustees**

Under the direction of the Church, and except as otherwise provided the Trustees shall have the care and custody of the property of the Church, and have charge of its financial affairs, including arranging financial reviews by a CPA on an appropriate schedule. The Board of Trustees shall submit the proposed annual budget by March 1<sup>st</sup> to the Church Council for their endorsement; at the Annual Meeting the Trustees shall tender the final annual budget draft to the membership for approval.

1. The Board of Trustees shall consist of nine persons who are members of the Church, elected by Church membership at the Annual Meeting. The term of office for Trustees shall be three consecutive years with terms to be staggered such that approximately one-third shall be elected each year. After serving two full terms, each Trustee must have at least one year off before being re-nominated for an at large position.
2. The Board shall have no power to buy, sell, mortgage, lease or transfer property not in the ordinary course of Church operations and activities, without specific authority by vote of the Church.
3. The Board shall elect a chair to call and preside at meetings.
4. The Board shall appoint two members of the Trustees to serve on the Investment Committee.

5. The Board of Trustees shall provide oversight, consultation, and guidance to the Senior Pastor in personnel matters. The Board of Trustees will work collaboratively with the Senior Pastor when changes in personnel practices are necessary or advisable with approval of such changes resting with the Trustees.

In the event that a conflict cannot be resolved by the Senior Pastor or a complaint is registered by a member of the staff, the Trustees will appoint a 3-person Personnel Committee, which would include a member of the Trustees, a member of the Church Council and a member of the Board of Deacons. The Committee will work to resolve the conflict of complaint with 60 days. A written report documenting the conflict or complaint, minutes of meetings, and the resolution of the conflict or complaint will be filed in the employee's personnel file.

Should a conflict or complaint pertain to the Senior or Associate Pastor, then a Committee consisting of the Moderator, the Chair of the Trustees, the Chair of Deacons and a member of the Pastor Parish Relations Committee will determine a course of action and, when appropriate, consult with the Conference Minister of the Maine Conference of the United Church of Christ for guidance. The Committee will resolve the conflict in a timely manner and file a written record of proceedings in the Senior Pastor's or Associate Pastor's personnel file.

## **B. Board of Deacons**

The Board of Deacons are called upon to exercise spiritual leadership, counsel and care; both inside and outside the Church in matters of faith.

1. The Board of Deacons shall consist of at least ten and not more than fifteen persons who are members of the Church, elected by Church membership at the Annual Meeting. The term of office for Deacons shall be three consecutive years with terms staggered such that approximately one-third shall be elected each year. After serving two full terms, each deacon must have at least one year off before being re-nominated for a position on the Board of Deacons.
2. The following shall be specific responsibilities of the Deacons:

- a. Elect a chair to call and preside at meetings.
- b. Support the spiritual life and program of the Church.
- c. Disburse monies from the Spiritual Life Fund in conjunction with the Pastors.
- d. Participate in regularly scheduled and special services. Prepare and distribute communion. Represent the Congregation in services of Baptism, reception of Members, and assist the Pastor(s) as needed.
- e. Present a yearly schedule of worship services at the Annual Meeting.
- f. Review the membership rolls and vote on applications for admission, transfer, and dismissal of Church membership.

**C. Pastoral Relations Committee**

The pastoral Relations Committee shall consist of four members, one appointed by the Board of Trustees, one by the Board of Deacons, one by the Pastor and one member by the Associate Pastor. The terms of the committee members shall be indeterminate in order to provide flexibility and continuity.

The following will be specific duties of the Committee:

1. Meet with the Pastor and Associate Pastor at least twice each year and at such times, as the committee and/or Pastor deem necessary to consider the special needs of the Pastor or Associate Pastor.
2. Meet with any member of members of the Church at such times as necessary to consider special needs of the congregation in their relations with the Pastor(s).

**D. Investment Committee**

The Investment Committee will oversee and manage the endowment and dedicated long-term funds and investments of the Church.

1. The Investment Committee shall consist of seven persons who are members of the Church two of whom shall be members of the Board of Trustees, reappointed by the Board of Trustees each year and five of whom shall be elected by Church membership at the annual meeting. The term of office for the at-large members of the Investment Committee shall be three consecutive years with terms to be staggered such that approximately one-third shall be elected each year. After serving two full terms each at-large member must have at least one year off before being re-nominated for membership on the Investment Committee.
2. Ministerial Endowment Fund History and Policies: The Investment Committee shall succeed to the duties of the Endowment Fund Committee of the Ministerial Endowment Fund which was transferred to the Church by a Maine corporation known as Trustees of the Ministerial Funds First Parish Yarmouth in connection with the dissolution of said corporation in 2011. The Bylaws of the Ministerial Endowment Fund which were adopted by the Church on June 19, 2011 in connection with such transfer shall be deemed to be replaced by the provisions of this Article IX D except that provisions relating to distributions shall continue to

govern the actions of the Investment Committee with respect to the Ministerial Endowment Fund, hereinafter named the Ministerial Fund, as follows:

- a. The Ministerial Fund shall be kept and maintained separate and distinct from the other funds and property of the Church and the Church shall not be allowed to use the Ministerial Fund as collateral for a loan unless authorized by the Investment Committee.
  - b. Each Year the Investment Committee shall determine the total percent to be distributed from the Ministerial Fund to the Church's operating account during the Church's following fiscal year (hereinafter referred to as the "Spending Rate"), such distributions to be used as the Board of Trustees may determine to support the mission and purposes of the Church, but such Spending Rate shall not be less than two and one half percent (2.5%) or more than five and one half percent (5.5%). Distributions shall be made quarterly, and shall be calculated annually as follows:  $\text{Spending Rate} \times \text{rolling 12 quarter average market value of the Fund as of December 31}$ .
3. The following shall be the specific responsibilities of the Investment Committee:
- a. To manage the investment of funds in the Ministerial Fund and the Endowment/Parsonage Fund.
  - b. To ensure that each Fund is managed consistent with the directives adopted at the time the Fund is established, consistent with the desires of donors to the degree known, and that any disbursements from the Fund are consistent with the Fund's purposes, policies and procedures as communicated to the Investment Committee.
  - c. To adopt an Investment Policy and other policies as the Investment Committee may deem appropriate for handling its responsibilities, and in accordance with these by-laws.
  - d. To select an investment advisor or advisors for all funds under the purview of the Investment Committee and to oversee and manage any such advisor.
  - e. To monitor and regularly review the performance of the church's invested funds in accord with the Investment Policy.
  - f. To provide the Investment Advisor with current and relevant information on the Church's financial condition, goals and risk tolerances.
  - g. To review information and strategies presented by our investment advisor and make sure any changes in strategy are in accordance with the Investment Policy.
  - h. To establish adequate and appropriate administrative procedures for the management and control of the Funds.
  - i. To provide periodic reports to the Board of Trustees and the Church Council regarding policies and other major decisions made by the Investment

Committee and the performance of the investments managed by the Investment Committee.

- j. To provide an annual report to the Church summarizing the prior 12-month activities of each Fund, including contributions, portfolio performance and account distributions.

#### 4. Exception Requests for Funding

##### a. Ministerial Fund:

Any request to distribute funds from the Ministerial Fund beyond the distribution guideline in Section 2 above shall be approved by the Church Council and a majority vote of those present at a meeting of the congregation.

##### b. Endowment/Parsonage Fund:

- i. The Investment Committee is authorized to adopt a distribution policy allowing distributions of up to 6% of the value of the Fund in one year.
- ii. Distributions of over 6% and up to 25% of the value of the Fund must be approved by the Investment Committee, the Trustees and the Church Council. A majority vote in each committee is needed for approval.
- iii. Distributions of over 25% of the value of the Fund requires approval by the committees listed above and a majority vote of those present at a meeting of the Congregation.

## **ARTICLE X    Task Based and Call Based Ministries**

- A. Task Based Ministries shall be those committees that are to perform essential tasks for the efficient operation of the Church such as stewardship, significant fund raising events, Church School and so on as defined by the Council. The Council shall be responsible for defining, populating and supervising the Task Based Ministries.
- B. Call-Based Ministries shall be ministries recognized by the Council as committees formed to foster values, tasks and activities consistent with the mission of the Church and populated by members and friends of the Church as may be appropriate.
  - 1. Persons desiring to form a call-based ministry shall provide information and an application for review and approval by the Council. The application will specify the leader(s) of the ministry, its proposed activities and specify any requested funding. Ultimate funding shall be subject to the sole discretion of the Council.
  - 2. Upon recognition by the Council, the Call-Based Ministry may utilize the building and/or other resources of the Church and may represent that the ministry is affiliated with the Church.
  - 3. Call-Based Ministries shall report to the council annually, and shall be reauthorized by the council on an annual basis.

## **ARTICLE XI Services and Meetings**

### **A. Worship**

Services of worship shall be held at given hours each Sunday, as determined by the Board of Deacons. Other services of worship, prayer and study may be held as determined by the Pastor(s) in conjunction with the Board of Deacons and the congregation.

### **B. Sacraments**

1. The Sacrament of the Lord's Supper shall be celebrated on the first Sunday in January and at other times as determined by the Pastor(s) and the Board of Deacons. There shall be no less than six such services during the year.
2. The invitation to participate in this Sacrament shall not be limited to Members of this Church, but shall, in the Pastor's own choice of words, be extended to all those who love the Lord.
3. The Baptism of adults and children shall be administered at any time the Pastors and/or the Board of Deacons may determine.

### **C. Meetings**

1. Annual Meetings shall be held within thirty days preceding the beginning of the fiscal year.
2. Special meetings of the Church may be called at the discretion of either Pastor, the Board of Deacons, the Board of Trustees, the Church Council, or on written petition signed by 20% of the Church Membership.
3. A quorum shall consist of the lesser of 40 Members or 20% of the Church Membership, and such a number shall be required for the transaction of business, except that a meeting of less than this number may properly vote to adjourn to a later date.
4. Oral notice of the Annual Meeting shall be made by a Pastor or Clerk at a weekly Sunday morning service or written notice by mail to the Membership not less than seven days prior to the meeting. Notices for special meetings shall include a statement of the purpose thereof and shall be given in the same manner as notice of the Annual Meeting.
5. The method of elections and voting procedures may be determined by the Members present at any annual or special meeting, except as otherwise herein provided.
  
6. Whenever appropriate or reasonable, business meetings of this Church shall be held outside the Church Sanctuary.

## **ARTICLE XII Amendments**

These By-Laws shall be altered or amended by a two-thirds vote at any annual or special meeting. Notice of such amendment shall be laid before the Church in writing at least seven days before the meeting.

Amended: January 31, 1989  
Amended: January 31, 1995  
Amended: January 30, 1996  
Amended: June 8, 1997  
Amended: November 23, 1997  
Amended: June 16, 2002  
Amended: June 13, 2004  
Amended: June 17, 2007  
Amended: June 21, 2009  
Amended: June 17, 2012  
Amended: June 12, 2016  
Amended: June 11, 2017  
Amended: June 3, 2018  
Amended: June 16, 2019  
Amended: June 14, 2020  
**Amended: June 11, 2023**