

**By-Laws of the
Hingham Congregational Church**

Adopted April, 1983; Revised May, 1984
Revised May, 1987; Revised January, 1990
Revised May, 1995; Revised May, 1996
Revised May, 1997; Revised January, 2000
Revised May, 2000; Revised May, 2003
Revised May, 2004; Revised May, 2007

Article I. Identity

Section 1. Name

The name of this church is Hingham Congregational Church; it is located in the town of Hingham, Massachusetts.

Section 2. Purpose

The purpose of the church community shall be to worship God, to preach the gospel of Jesus Christ, and to celebrate the sacraments; to share Christian fellowship and unity within this church and the church universally; to render loving service toward humankind; and to strive for righteousness, justice and peace.

Section 3. Policy

- A. This church is affiliated with the United Church of Christ and subscribes to its statement of faith.
- B. The government of this church shall be vested in its members who exercise the right of control in all its affairs.

Section 4. Faith and Covenant

- A. Faith: As a church of the Lord Jesus Christ, we acknowledge Jesus Christ to be our Savior and Lord, we accept the Holy Scripture as our rule of faith and practice, and we recognize the privilege and duty of uniting ourselves for Christian fellowship, the enjoyment of Christian ordinances, the public worship of God, and the advancement of God's kingdom in the world.
- B. Covenant: We agree to maintain the institutions of the gospel, to submit ourselves to the orderly administration of the affairs of the church, and to walk together in Christian love. We covenant one with another to seek and respond to the word and will of God. We hold it to be the mission of the church to witness to the Gospel of Jesus Christ in all the world and to strive for truth, justice and peace. These things we do relying upon the aid of God, of Jesus Christ who has redeemed us, and of the Holy Spirit, our comforter, helper and guide.

Article II. Membership

Section 1.

Membership in this church shall be open to any person who has been baptized, has been confirmed, or has made public confession of faith in Jesus Christ as Lord and Savior. Persons who are communicants in good standing of other churches, which adhere to a historic Christian tradition, may be received by transfer of membership.

Section 2.

Members shall pledge themselves to attend the regular worship of the church and the celebration of the Lord's Supper; to live by the example of Christ's life; to share in the life and work of the church; and to support its work financially.

Section 3.

- A. Any member may upon request be granted a letter of transfer.
- B. Any member may upon request be dropped from the rolls. Such a request should be made in writing to the Board of Deacons.
- C. A member, whose address has been unknown for two years or who, for a period of two years has not attended worship or contributed to the support of the church, may be removed from the membership roll and placed on an inactive list by recommendation of the Board of Deacons. A permanent inactive file will be maintained and may be reviewed at the discretion of the Board of Deacons.

Section 4.

Anyone who has a membership in another church and wishes to maintain it, can ask to be considered for Associate Membership in our church, provided they fulfill Sections 1 and 2 under Membership. They will have all the privileges and responsibilities of membership in our church.

Article III. Government

Section 1 Government Body

- A. The governing body of this church shall be the membership assembled in church meeting. The vote of a majority of members present at the meeting shall be the action of the church except in matters relating to the purchase, sale, mortgage, lease or transfer of the real property of the church, and the calling of a minister, in which cases action shall require a two-thirds vote of those present and voting. A quorum shall consist of fifty (50) voting members, or if the church should become less than five hundred, ten percent of the members.

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- B. The officers of the church shall be the Senior Pastor, a Moderator, an Assistant Moderator, a Treasurer, an Assistant Treasurer, and a Clerk.
 - 1. The Moderator shall be the chairperson of the Executive Council and shall preside at its meetings. The Moderator shall preside at the annual church meeting and at special meetings. The Moderator shall be a member of the Finance Committee and the Staff Relations Committee. The Moderator and the Assistant Moderator are free to attend the meetings of any board or committee. The Moderator shall, after the election at the annual meeting, charge the boards to meet within two weeks to elect chairpersons, and shall be responsible for convening such meetings.
 - 2. The Moderator is expected to serve two consecutive one year terms. An Assistant Moderator will be elected to serve with the Moderator for the second one year term with the expectation that the Assistant Moderator will become the next Moderator. The Assistant Moderator will act as Moderator in the absence of the Moderator and will advise the Moderator when appropriate.
 - 3. The Treasurer shall receive and hold the funds of the church. The Treasurer shall disburse funds in accordance with the budget on the order of the proper board and in a manner prescribed by the Executive Council. For audit review, the Treasurer established by groups associated with the church as well as an annual report of all receipts and disbursements prepared by the Treasurer of each such group. The Treasurer shall have custody of all deeds, documents, insurance policies, and all valuable papers relating to the property of the church. The Treasurer shall make an annual report to the church of all receipts and disbursements. The Treasurer shall be an ex-officio member of the Executive Council and shall serve on the Finance Committee. The Treasurer shall furnish a bond for which the church shall bear the cost. References made to the Treasurer shall apply equally to the Assistant Treasurer, with the exception of membership on the Executive Council.
 - 4. The Clerk shall keep a record of all official and duly called meetings and handle all appropriate correspondence of the church and the Executive Council. The Clerk shall keep all church records and shall record all data pertaining to membership, marriages, and baptisms. The Clerk shall be the holder of the seal, authorized for use on official correspondence and documents. The Clerk shall give notice of annual and special meetings of the church.
- C. The officers, except for the Senior Pastor, shall be elected from the membership of the church at the annual meeting for a term of one year. The moderator is expected to serve two consecutive one year terms.

Section 2. The Executive Council

- A. The council shall be the executive body of the church. The Executive Council is that body which shall set goals, establish priorities, direct the boards to develop and implement appropriate priorities, coordinate activities, and make an annual evaluation to the congregation.

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- B. It shall be composed of the Moderator, Assistant Moderator (during the second term of the Moderator's two consecutive one year terms), Clerk, Pastor(s), Treasurer, chairperson of each of the Boards of Administration (or in the chairperson's absence any board member designated by the chairperson), and three members-at-large to be elected from the membership of the church. The most recently retired Moderator shall also be an ex-officio member of the Executive Council for one year.
- C. The responsibilities of the Executive Council are:
1. To appoint a Nominating Committee.
 2. To appoint a Staff Relations Committee.
 3. To hear from and make input to the Staff Relations Committee.
 4. To appoint one of the At-Large members of Executive Council to the Finance Committee. Vacancies on the Finance Committee during the year shall be appointed by the Executive Council for the unexpired term.
 5. To appoint an Historian who will be responsible for the care of the historical records of the Church. The Historian will compile and maintain a history of the church which shall be updated annually.
 6. To appoint ad hoc committees for tasks not assigned to one of the boards of administration.
 7. To hear the report of and to receive a recommendation from the Endowment & Memorial Committee concerning the amount of money to be made available from the E&M Fund for the work of the church. The Executive Council shall have the authority to review the recommendation and to assign the funds.
 8. To review the budget submitted by the Finance Committee and to recommend a budget to the congregation.
 9. To coordinate special fund raising campaigns.
 10. To prepare the agenda for the annual meeting and for all special meetings of the church.
 11. To appoint from among the membership a person to fill any vacancy which may occur among the boards of administration, the officers, members-at-large, delegates, or any other openings for which the Nominating Committee has responsibility to serve until the next election.
 12. To appoint a Pastoral Committee to recommend a candidate to fill a vacancy in the position of Pastor(s). It shall consist of the Moderator, Clerk, and seven other church members. The Senior Pastor shall be a member of the Pastoral Committee whenever its duties include the selection and recommendation of an Associate Pastor.

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13. The Executive Council shall have the authority, with the consultation of the Senior Pastor, to employ and/or discharge salaried persons.

D. Special Standing Committee

1. Staff Relations Committee

- a. The Staff Relations Committee shall consist of a minimum of two (2) persons appointed by the Executive Council in addition to the Senior Pastor. Each member is to be appointed for a five (5) year term on a varied cycle. The Senior Pastor is a permanent member.
- b. The persons shall act separately or together to ensure all HCC Human Resource policies and practices are current and consistent with government and UCC guidelines and regulations. They shall act as facilitators for conflict resolution; provide liaison and communication and serve as the HR resource for the boards and committees, the staff, and the Executive Council.
- c. That Staff Relations Committee shall develop and revise staff job descriptions in coordination with the appropriate board plus the Senior Pastor. Approval by the Executive Council is required to institute any changes in job description.
- d. The Staff Relations Committee shall provide the appropriate board and the Senior Pastor with the necessary appraisal forms which review and affirm performance, as well as solicit and make input regarding job descriptions. The performance evaluation process shall be completed each year by the appropriate boards or committees and shall not constitute a salary review.
- e. The Staff Relations Committee shall gather, at least every two years, salary and benefits data to ensure staff compensation is competitive.
- f. The Staff Relations Committee shall report to the Executive Council.

2. Nominating Committee

- a. The Nominating Committee shall consist of a minimum of four (4) members up to a maximum of eight (8) members to be appointed by the Executive Council for a period of two years, with approximately half the members rotating off the Nominating Committee each year. The number of members is to be determined at the discretion of Executive Council. Appointments are to be completed by March 1 of each year.
- b. The Nominating Committee shall seek candidates for each board with the understanding that the candidate might have a specific area of responsibility (e.g. a candidate for the Board of Christian Education would agree to be responsible for family ministries or junior high program or adult education, etc.) It is not necessary that the candidate serve as chairperson of any committee.

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- c. The Nominating Committee shall be responsible for presenting a slate of nominees to the congregation for the office of Moderator, Assistant Moderator, Clerk, Treasurer, Assistant Treasurer, Collector, Assistant Collector(s), members-at-large of the Executive Council, Trustees of the Endowment & Memorial Fund, the Finance Committee, the Rust House Committee, delegates to the Massachusetts Conference of the United Church of Christ and Pilgrim Association, and for members of the Boards of Administration. Additional nominations may be made from the floor.
- d. The Nominating Committee shall recommend persons from the congregation, including non-members active in the congregation to the extent permissible to fill vacancies that occur between elections, said recommendations to be made to the Executive Council.

3. Endowment and Memorial Fund

- a. The Endowment and Memorial Fund Committee shall consist of six trustees elected by the congregation from the membership of the church. The committee shall be organized into two separate subcommittees of three trustees each, one trustee from each subcommittee to be elected annually for a term of three years.
- b. One subcommittee shall be called the Endowment and Memorial Funding Subcommittee, and it shall be responsible, in coordination with the Board of Stewardship, for soliciting and raising new contributions to the Endowment and Memorial Funds. The other subcommittee shall be called the Endowment and Memorial Operations Subcommittee, and it shall be responsible for investing, administering, and disbursing funds controlled by the committee.
- c. All funds raised and administered by the Endowment and Memorial Funds Committee shall be designated as either "Memorial" funds or "Endowment" funds. Memorial funds shall be available for such memorial purposes as they are given or as are determined appropriate by the committee. Endowment funds shall be available to support the general operations of the church with due regard to maintaining principal, all as determined by the committee.
- d. The trustees of the funds shall be empowered to manage any funds which shall be placed in their care and in respect thereto shall have full power to invest, reinvest, sell and convey, unless such power shall be limited by the instrument placing funds in their care. Each trustee shall furnish a bond for which the church shall bear the cost.
- e. All monies and securities of the funds shall be held in the joint custody of the trustees of the Operations Subcommittee, and all checks in excess of \$250 and any documents for transfer of securities shall be signed by at least two of the trustees of that subcommittee.

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- f. The trustee of the Operations Subcommittee shall maintain records in such a way as to distinguish between Memorial funds and Endowments funds and shall make written reports thereon at the January congregational meeting and shall submit a quarterly balance sheet to the church Treasurer.
- g. The Endowment and Memorial Funding Subcommittee will be responsible for organizing and implementing an annual Endowment program, in coordination with the Board of Stewardship, with an annual goal as approved by the Executive Council.
- h. Upon death, resignation, or inability to act of any one or more of the said trustees, the remaining trustees of the committee or subcommittee shall have all the powers of the committee until the vacancy is filled.
- i. The trustee of the Operations Subcommittee shall by October 15th of each year, propose to the Finance Committee of the Executive Council an amount of money to be made available for the general operation budget of the church.

3. Finance Committee

- a. The committee shall have the responsibility for budget preparation. The Finance Committee shall conduct an open hearing for budget requests. The budget shall then be submitted to the Executive Council prior to the September meeting of that council.
- b. The committee shall assemble the annual financial budget of the church for approval by Executive Council and the congregation. The committee shall monitor the receipt of income and disbursement of expenses during the budget year. The Finance Committee ensures that the overall operational and mission objectives of the church are properly supported by Stewardship and other sources of funding.
- c. The Finance Committee shall consist of three persons serving on varied terms, in addition to the Treasurer, Assistant Treasurer, and the Moderator.
- d. The committee shall work with representatives of the boards to solicit funding requirements for the upcoming budget year. It shall work with the Board of Trustees to identify recurring operational expenses and to distinguish long-term funding requirements that are "Capital" in nature.
- e. When appropriate, the Finance Committee may make recommendations to the Treasurer or to Executive Council regarding the use or disposition of securities. Securities transactions will not require congregational approval.
- f. The committee shall appoint or employ a qualified person(s) to assess the accounts of the Treasurer, Collectors, the E & M Committee, and any other church funds at least every three years and shall make the findings available to the congregation. The committee shall, after consulting with the Executive Council, define the scope of the assessment, which shall include, but not be limited to, assessing the accuracy, integrity, and reliability of the accounts.

Section 3. Boards of Administration

- A. The basic life and work of the church shall be under the direction and supervision of six Boards of Administration: Christian Education, Deacons, Fellowship, Outreach, Stewardship, and Trustees.
- B. Boards of Administration shall consist of nine persons elected for terms of three years; and one-third shall be elected each year. They shall not be eligible for re-election after serving one full term until the lapse of one year. In those instances where members shall be appointed to fill unfinished terms, they shall be eligible for election once. The chairperson(s) of each board and at least half of the persons on each board must be members of the church, with the exception of the persons on the Board of Deacons, who must all be members of the church. The Senior Pastor or staff designee shall be an ex-officio member of each board.
- C. The Boards of Administration will meet within two weeks after the annual meeting to elect a chairperson(s) and a secretary. Each board shall appoint such person or committees as is necessary to accomplish assigned tasks of the board. Such persons shall not necessarily be members of the church.
- D. Each board shall present to the Finance Committee each year an itemized budget request to accomplish the work charged to it for the coming year.
- E. Each board shall present to the annual meeting a written report of its activities.
- F. The Board of Christian Education
 - 1. The board shall include the following ex-officio members: The Associate Pastor/Associate in CE/Director of CE/Minister of CE, the Church School Coordinator, and Church School Superintendent.
 - 2. The board shall have the responsibility for the educational program of the church. This program should endeavor to include all ages. The board shall recruit and train the necessary personnel to carry out an adequate program and utilize professional assistance as needed and made possible through the budget.
 - 3. The youth programs (e.g. junior high, confirmation – in coordination with the Board of Deacons, senior high) in all their aspects shall be under the supervision of the board.
 - 4. The adult program (e.g. study groups, family ministries) in all its aspects shall be under the supervision of the board.
- G. The Board of Deacons
 - 1. The board shall have the responsibility of all aspects of worship including:
 - a. Worship planning – litany and music, ushers, flowers, preparation and administration of the sacraments.
 - b. Policies relating to weddings and funerals and planning for special events.

2. The board shall be responsible for the spiritual life of the congregation and will, therefore, regularly schedule events and activities to enhance spiritual renewal and formation.
3. The board shall be responsible for all sanctuary decorations, including weekly flower arrangements.
4. The board shall review applicants and recommendations for church membership. Upon the acceptance of such persons, the board shall arrange for their reception at a regular Sunday service of worship. It shall be the duty of the board to supervise the conditions of the church membership as described in Article II of these by-laws.
5. All members of the Board of Deacons must be members of the church.

H. The Board of Fellowship

1. The board shall provide the coordination for the visitation (in coordination with the Board of Deacons) and nurture of the congregation.
2. The board shall provide the coordination for social and fellowship activities for the adults and families of the congregation.

I. The Board of Outreach

1. The board shall have the responsibility for the concerns of the church in the community, state, nation, and world in a manner to alleviate suffering, enrich the spirits of others and contribute to constructive Christian change. The board shall encourage the involvement of the congregation by heightening awareness of and potential avenues of Christian outreach commitment.
2. The board shall consider the financial needs of Our Church's Wider Mission and shall study other requests for support. The board shall be responsible for the formulation of the outreach budget and the allocation and expenditure of outreach funds.

J. The Board of Stewardship

1. The Board of Stewardship shall be responsible for developing a broad understanding of what it means to be stewards, the caretakers responsible for God's gifts, and for educating the church regarding that broad meaning of Stewardship.
2. The board shall include the Senior Pastor as an ex-officio member.
3. The board shall work with the Finance Committee for the purpose of establishing financial goals.
4. The board shall be responsible for raising funds to operate the church and to fulfill outreach commitments. To do so it shall conduct an annual program for pledges and other donations.

5. The board shall work to maximize the commitment of church members and friends, as caretakers of God's gifts, in the use of their skills and talents in the service of God.
6. The board shall review timeliness of any special fund-raising activities conducted within and/or on behalf of the church and its organizations, being mindful of the effect of such activity on the raising of funds for the General Fund and the Outreach budget.
7. The board will work with the Endowment and Memorial Funding Committee for the purpose of soliciting gifts given as memorials and endowments.

K. The Board of Trustees

1. The board shall be responsible for all physical properties of the church and their use. The board shall maintain and care for the physical property of the church and let contracts for the same.
2. The board shall project long-range financial needs to the Executive Council to maintain and improve its physical facilities.
3. The board shall make recommendations to Executive Council and to the congregation, but may not buy, sell, mortgage, lease, or transfer any physical property without a two-thirds vote of the members present at any annual or special congregational meeting.

Section 4. Church Delegates

- A. Delegates shall be elected each year from among the membership of the church to the Massachusetts Conference of the United Church of Christ.
- B. Delegates shall be elected each year from among the membership of the church to the Pilgrim Association.
- C. The delegates shall attend all Massachusetts Conferences and Pilgrim Association meetings and shall report to the congregation.

Article IV. Staff

Section 1.

- A. The Senior Pastor shall oversee the spiritual welfare of the church in cooperation with the Board of Deacons. The Senior Pastor shall preach the gospel, administer the sacraments, and be responsible for all services of public worship, and assist in administering the activities of the church in cooperation with various other officers. This shall include the coordination of the staff.
- B. The Senior Pastor shall be an ex-officio member of the Board of Deacons and the Board of Stewardship.

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- C. Whenever a vacancy in the office of Pastor(s) shall occur, a Pastoral Committee, appointed by the Executive Council shall present to the church the name of the candidate it recommends to fill the vacancy. A two-thirds favorable vote of the members present at a duly called meeting of the congregation shall constitute a call.
- D. The Pastor(s) shall be elected for an indefinite period. In order to terminate this relationship, three months notice in writing shall be given by the Pastor or by the church. A notice of termination given to the Pastor(s) must be passed by a two-thirds vote of the members present at a duly called meeting of the congregation. By mutual consent, the period between the notice and actual termination may be for less than three months.

Section 2. Associate Pastor(s), Minister of Christian Education

- A. The Associate Pastor(s) and the Minister of Christian Education shall work in close cooperation with and support the Senior Pastor in carrying out the missions of the church.
- B. Reference to the Pastor, Article IV, Section 1 shall also apply to the Associate Pastor(s).

Section 3. Other Staff

- A. The Collector, Assistant Collector(s), and Assistant Treasurer shall be elected from the membership of the church at the annual meeting for one-year renewable terms.
- B. It shall be the duty of the Collector to collect and deposit all money, to keep a record of all pledges, and to report to the Finance Committee from time to time as they may request.
- C. Other staff shall be hired or terminated as appropriate. The Executive Council shall direct a board or committee to effect this process in consultation with the Senior Pastor.
- D. All persons, whether staff or otherwise, who have responsibility for church funds, shall be bonded, and the church shall bear the cost of such bonds.

Article V. Property

Section 1.

The church may in its corporate name sue or be sued, acquire by purchase, gift, devise, bequest or otherwise, and own, hold, invest, reinvest, or dispose of property both real and personal for such work as the church may undertake, and may purchase, own, receive, hold, manage, care for, and transfer and convey such property for the general purposes of the church; it may receive and hold in trust both real and personal property and invest and reinvest the same and make any contract for the promoting the objects and purpose of the church.

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Section 2.

Checks, drafts, notes, negotiable instruments, and other instruments for the payment of current funds drawn or endorsed in the name of the church shall, unless Executive Council votes otherwise, be signed by the Treasurer or by such person as Executive Council may, from time to time, authorize to execute or endorse such instruments.

Section 3.

The seal of the church shall be circular in form bearing the inscription Hingham Congregational Church, Hingham, Mass., organized December, 1847. The seal shall be affixed to documents executed by or on behalf of the church only upon authority of the congregation in a duly authorized meeting or Executive Council.

Article VI. Church Meetings

Section 1.

The Executive Council shall call an annual meeting of the congregation during the week that includes May 24th or on the Sunday immediately following that week. At this meeting the Executive Council, the Boards of Administration and the Pastor(s) shall submit in writing a detailed report of their activity for the year immediately past. Annual elections shall be held, and other business may be transacted.

Section 2.

The Executive Council shall call an annual meeting of the congregation during the week that includes January 24th or on the Sunday immediately following that week. At this meeting an annual budget will be adopted, and other business may be transacted.

Section 3.

Special meetings of the church shall be called by the Clerk whenever a written request specifying the date, time, place, and business of the proposed meeting shall be filed with the Clerk by the Pastor, the Executive Council, or by fifteen (15) voting members of the church.

Section 4.

Notices of all meeting under this article shall be read at two (2) successive Sunday services, the first of which shall be held not less than ten (10) days before the date of the meeting or shall be mailed by the clerk to each active member at least seven (7) days before the date of the meeting. The same notice shall be posted in two conspicuous places in the church at least ten (10) days before the meeting. Each notice shall include the purposes for which the meeting is called, and business not specified in the call may not be transacted.

Section 5.

Fifty (50) voting members or 10% of the active membership, whichever is less, shall constitute a quorum for the transaction of business at all meetings under this article. Less than a quorum may adjourn any meeting of the church to any other date and time.

Section 6.

In the event the Moderator is absent from any meeting under this article the Assistant Moderator will stand in his place. If neither is present, the members present shall elect a temporary Moderator who shall serve during the meeting.

Article VII. Rules of Order

Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered by these by-laws.

Article VIII. Amendments

Amendments to these by-laws may be made at any duly called church meeting by a two-thirds vote of the members present, public written announcements of the text of the proposed amendment(s) having been made two weeks prior to the meeting.