

BYLAWS

FIRST CONGREGATIONAL CHURCH OF WINTER PARK UNITED CHURCH OF CHRIST

REVISED 1958, 1962, 1975, 1977, 1986, 1988, 1991, 1993, 1994, 1995, 1998, 2001, 2009

ARTICLE I. Name

The name of this Church shall be The First Congregational Church of Winter Park (United Church of Christ), Inc.

ARTICLE II. Purpose

The purpose of this Church shall be to gather followers of Jesus Christ and all others who seek worship of God, discernment of the divine call in our lives, mutual empowerment to embody God's call for each of us, individually and in community, especially as that call is made known to us in the life, teachings, death and living presence of Jesus Christ.

ARTICLE III. Polity

This Church is a Community of Faith recognizing Jesus the Christ as our ultimate leader; it is guided by Sacred Scripture as interpreted through God's Spirit and faithful conscience directing this Community of Faith in all matters.

The governance of this Community of Faith is vested solely in its members, who are the final arbiters of all its affairs, subject in legal matters to its Charter and Bylaws. This Community of Faith is amenable to no ecclesiastical judicatory, however, at the direction of its members may, through mutual consent and cooperation, enjoy a covenantal relationship, affiliation, and free fellowship with other church-related, ecumenical, or interfaith bodies.

ARTICLE IV. Doctrine

This Community of Faith affirms God's love for every person, and believes that we are each called to love one another as Christ loves the Church. We believe that each person has the freedom and responsibility to grow in faith and conscience as a child of God. We believe that the Bible and other Sacred Scripture guides and informs our life of faith, and that each person is entrusted through study, prayer, and the guidance of the Holy Spirit to follow the Word of God according to the dictates of that person's conscience and faith. We are a non-creedal, non-confessing Church. Therefore, expressions of faith which follow are not a test of orthodoxy but rather a means of providing a ground of becoming for our faith. We believe in God the creator, infinite in wisdom, goodness and love; we believe in Jesus the Christ, fully divine and fully human, our Sovereign and our Savior, whose life, death, resurrection, and living presence lead us daily in the way of salvation and authentic life; we believe in the Holy Spirit as the presence of God and Jesus the Christ with us always, leading, guiding, inspiring, correcting, and renewing us in faith. We affirm the Statement of Faith of the United Church of Christ as a guide for considering, discussing, and articulating our journey in faith.

We affirm that we are a Covenant People. We are in relationship with each other and with the world through and by the love of God. We seek to walk in the light of God's love. We seek to cherish and nurture one another and all creation as co-creators with God. It is the mission of our Community of Faith, through nurture of each other and the faithful worship of God, to celebrate God's Grace through reason, education, diversity, inclusion, and social justice. We believe in the ultimate reign of God's peace, and the transformation of every soul in God's love, and we seek to live out that vision each day in Covenant Community through the Grace and power of the Holy Spirit. We believe that every soul belongs to God, now and forever.

ARTICLE V. Membership

Section 1. Classes of Membership. There shall be two (2) types of membership, Members and Associate Members.

Section 2. Requirements of Membership. The requirements for membership shall be a desire to be in Covenant Community with this Church.

Section 3. Admission to Membership.

(a) Young persons having completed a course on church membership as prescribed by the Board of Christian Education of this Church and then approved by the Minister and the Board of Membership may be received into the fellowship by a Service of Confirmation.

(b) Adults desiring to become members of this Church upon confession of faith or reaffirmation of their faith shall be examined by the Minister and the Board of Membership. Upon approval by them, they shall be received into fellowship upon public confession of their faith and assent to the Covenant of this Church.

(c) Persons bringing letters from other churches may enter into the fellowship after approval by the Board of Membership and the Minister.

(d) A person may become an associate member of this Church by presenting to the Board of Membership and the Minister satisfactory evidence of membership in good standing in another Christian church. .

Section 4. Termination of Membership.

(a) A Letter of Transfer to another church shall be given to any member in good standing who requests it. The Minister and the Clerk, consulting when necessary with the Board of Membership, shall issue such letters.

(b) Members whose addresses are unknown, or who for a period of one year have not communicated with the Church or contributed to its support, shall, by vote of the Board of Membership be transferred to an inactive list. From the date of such transfer such persons shall cease to be reported on the active membership roll. All members who have not communicated with the Church for a period of five years, and given written notice of such fact mailed to their last known address, have failed to reply thereto within a period of thirty days, shall be automatically dropped from the membership roll of the Church. The Board of Membership shall update the membership list at least annually.

(c) If, because of change of faith or for other reasons, a member requests release from his/her Covenant obligations, his/her church membership may be terminated by the Minister and Clerk.

Section 5. Reinstatement of Membership. Reinstatement of former members may be made by joint action of the Minister and the Board of Membership.

Section 6. Duties of Members. The Church members are expected to be faithful in duties essential to the Christian life; to attend regularly the services of the Church; to give all possible encouragement and support to its Ministers; to give systematically for its support and its benevolences; to share in the organized work; and to seek diligently the spiritual welfare of the Church, spreading the Gospel of Jesus Christ, and inviting others to join this Community of Faith.

Section 7. Rights of Members. Church members shall have the right to vote at all church meetings, except as provided in ARTICLE 8 of the Charter, which states that Associate Members shall not be entitled to vote. They shall be eligible to all church offices subject to any other requirements as outlined elsewhere in these Bylaws.

ARTICLE VI. Services and Meetings

Section 1. Worship.

(a) Regular Services of Worship shall be held at given hours on Sunday, as determined by the Diaconate.

(b) The sacrament of the Lord's Supper shall be celebrated at such times as the Minister and the Diaconate may determine.

(c) The baptism of adults and children shall be administered at such times as the Minister, or in his/her absence, the Diaconate, may appoint.

(d) Other services for worship, inspiration, prayer and study may be arranged for by the Diaconate.

Section 2. Sunday School. Under the leadership of the Minister or Director of Christian Education, and under the supervision and direction of the Board of Christian Education, the Church shall conduct educational activities and programming including Sunday School. As a part of Christian stewardship, the Sunday School shall be afforded the opportunity to contribute to the regular expense and benevolent budgets of the Church.

It shall be the purpose of the Sunday School to provide for its members a safe and welcoming place to develop character, relationships, and practices that shall reflect the life and teachings of Jesus Christ, to experience the love of God, and to develop in them interest in the Church and an increasing desire and ability to participate in its life, work and ministries.

Section 3. Business Meetings.

(a) Annual Meeting. The annual meeting of the Church shall be held during the month of January each year to hear the reports of the Officers, the Boards, the Committees, and the Church Organizations for the past calendar year; to elect Officers, Boards, and Committees; to adopt a budget; and to transact such other business as may come before the meeting. Expenditures for the month of January prior to the Annual Meeting shall conform to the expenditures authorized in the budget for the prior year, and then adjusted in accordance with the budget approved at the Annual Meeting. Notice of the meeting shall be read from the pulpit at the Sunday morning worship service(s) two weeks prior to the meeting. Written notice shall be mailed to the Church members at least two weeks prior to the meeting in the absence of a call from the pulpit.

(b) Special Meetings. Special meetings shall be called by the Clerk upon request of the Minister, the Diaconate, the Board of Trustees or the Council, or upon request of five (5) per cent of the active membership of the Church. Such calls shall state the subjects to be considered, and only such matters may be officially acted upon. Notice of the meeting shall be read from the pulpit at the Sunday morning worship service(s) at least seven (7) days prior to the meeting.

A Special Meeting called pursuant to ARTICLE 15 of the Charter, for the purpose of amending the Charter, shall be called by written request of ten (10) adult members, notice of said meeting having been given at least two (2) weeks previously to the time set for the meeting, and having been read publicly at least twice; provided, a written statement of the proposed amendment be read publicly on the Sunday immediately preceding the meeting at which it is to be considered. A vote of two-thirds (2/3) of those present and eligible to vote is required for passage of amendment.

(c) Rules and Regulations.

(1) Quorum. A quorum for the transaction of business at church meetings shall consist of at least fifty (50) active church members, except when any of the following is to be considered:

1. Purchase or sale of real property;
2. Calling or dismissal of Senior Minister;
3. Change in Charter or Bylaws; and
4. Affiliation or union with any other church or denomination.

At church meetings involving any of the above-enumerated exceptions, a quorum must consist of not less than ten (10) per cent of the active members of the Church with the number of members actually present to be certified by the Clerk of the Church.

(2) Voting. Voting shall be registered by a show of hands unless a written ballot shall be requested by one-third (1/3) of the members present and voting. Except as provided in these Bylaws, a majority vote of those present shall be decisive.

(3) Official Year. The Official Year of the Church shall be the calendar year. All Officers, Boards, and Committees shall assume their duties on January 1 of each year and continue in office until their successors are elected and have taken office.

(4) Fiscal Year. The Fiscal Year shall be from January 1 through December 31.

(5) Sunday School Year. The Sunday School Year shall be from June 1 through May 31.

(6) Reports. All Officers, Boards, Committees, and Organizations shall report at the Annual Meeting and at such other times as may be requested by the Council.

(7) Rules. The rules contained in the most current edition of "Robert's Rules of Order" shall govern the Corporation in all cases to which they are applicable and in which they are not inconsistent with the Charter and Bylaws of this Corporation.

ARTICLE VII. Officers

All Officers nominated to be elected by the Congregation shall be active members of this Church, with the permitted exceptions of the Minister or Director of Christian Education, the Minister or Director of Music, and the Auditor.

Section 1. Senior Minister.

(a) Appointment and Release. Upon recommendation by the Ministerial Search Committee and approval of terms of employment by the Board of Trustees, the Senior Minister shall be called by the Congregation at a special meeting convened for that purpose, a two-thirds (2/3) vote of members present and voting being requisite. His/her term of office shall run for an indefinite period, subject to ninety (90) days notice of termination by either party, except that, in case of loss of ministerial standing by Senior Minister, termination shall become effective immediately. Termination by the Congregation shall be effected by a majority vote of members present and voting at a special meeting called for that purpose.

(b) Installation. As soon as practicable after a newly elected Senior Minister has begun his/her ministry in this Church, a service of installation or recognition shall be held, as prescribed by the Council.

(c) Temporary or Interim Appointments. Temporary or interim appointments without expectation of permanency may be made by the Council without vote of the Congregation upon recommendation by the Diaconate subject to the terms of appointment by the Board of Trustees. But no temporary or interim appointment shall be made permanent except by vote of the Congregation.

(d) Duties. The Senior Minister shall have charge of the spiritual welfare of the Church with the assistance of the Diaconate. The Senior Minister shall seek to enlist persons as followers of Christ, preach the gospel, administer the sacraments, observe the provisions concerning church membership as stated in ARTICLE V, Sections 3, 4 and 5 of these Bylaws, and have under his/her care all services of public worship. The Senior Minister shall oversee and be responsible for all staff members, personnel policies and administrative matters of the Church in cooperation with the various Boards and Committees. The need to call or to fill staff positions shall be determined jointly by the congregation through its Boards and Committees, and the Senior Minister. The Senior Minister shall report to and be ex-officio a member of all Boards and Committees except the Senior Minister Search Committee and, at the first opportunity, shall become a member of the Church and of the Conference of which this Church is a member.

Section 2. Associate or Assistant Minister.

(a) Appointment and Release. The Church may employ an Associate or Assistant Minister who shall be called and released with the procedure prescribed in ARTICLE VII, Section 1, for call and release of the Senior Minister except that the Search Committee may delegate the search for candidates to the Senior Minister.

(b) Introduction and Recognition. As soon as practicable after assuming the office he/she shall be introduced to the Congregation at a regular Sunday service devoted, at least in part, to this purpose, at which his/her role in the life and work of the Church shall be explained, and he/she shall have opportunity to speak to the Congregation.

(c) Temporary or Interim Appointments. Temporary or Interim appointments without expectation of permanency may be made by the Council without vote of the Congregation upon recommendation by the Diaconate subject to the approval of the terms of appointment by the Board of Trustees. But no temporary or interim appointment shall be permanent except by vote of the Congregation.

(d) Duties. The duties of the Associate or Assistant Minister shall be determined by agreement with the Senior Minister, subject to conference with the Diaconate, upon the initiative of either party or of the Diaconate. The Associate or Assistant Minister shall be an ex-officio member of the Council.

Section 3. Minister or Director of Christian Education.

(a) Appointment and Release. The Church may employ a Minister or Director of Christian Education, who may be Associate or Assistant Minister and shall be called and released by the procedure prescribed in ARTICLE VII, Section 1, for call and release of Senior Minister, except that the Search Committee may delegate the search for candidates to the Senior Minister and the nomination of a candidate for this office shall be approved by the Board of Christian Education before presentation to the Congregation for election.

(b) Introduction and Recognition. As soon as practicable after assuming the office, he/she shall be introduced to the Congregation at a regular Sunday service devoted, at least in part, to this purpose, at which his/her role in the life and work of the Church shall be explained, and he/she shall have opportunity to speak to the Congregation.

His/her introduction to the Sunday School shall be arranged and effected by the Board of Christian Education at as early a date as convenient.

(c) Temporary or Interim Appointments. Temporary or Interim appointments without expectation of permanency may be made by the Council without vote of the Congregation upon nomination by the Board of Christian Education, subject to the approval of the terms of appointment by the Board of Trustees. But no temporary or interim appointment shall be permanent except by vote of the Congregation.

(d) Duties. With the guidance of the Senior Minister and the Board of Christian Education, the Minister or Director of Christian Education shall lead in the planning of a definite educational program consistent with the accepted policies of the Church. Together with the Board of Christian Education, he/she shall be responsible for and direct the entire educational program, assisting all Christian Educational personnel. He/she shall be responsible for the multi-generational educational programs of the Church and shall call especially on church families where there are children and young people so that he/she may plan with a thorough knowledge of the needs of the membership. He/she shall be ex-officio a member of the Board of Christian Education and the Council.

Section 4. Minister or Director of Music.

a) Appointment and Release. The Church may employ a Minister or Director of Music, who may be Associate or Assistant Minister, and shall be called and released by the procedure prescribed in ARTICLE VII, Section 1, for call and release of the Senior Minister, except that the Search Committee may delegate the search for candidates to the Senior Minister, and the nomination of a candidate for this office shall be approved by the Music Committee before presentation to the Congregation for election.

(b) Introduction and Recognition. As soon as practicable after assuming the office, he/she shall be introduced to the Congregation at a regular Sunday service devoted, at least in part, to this purpose, at which his/her role in the life and work of the Church shall be explained, and he/she shall have opportunity to speak to the Congregation.

(c) Temporary or Interim Appointments. Temporary or Interim appointments without expectation of permanency may be made by the Council without vote of the Congregation upon nomination by the Music Committee, subject to the approval of the terms of appointment by the Board of Trustees. But no temporary or interim appointment shall be permanent except by vote of the Congregation.

(d) Duties. The Minister or Director of Music shall have supervision of the Choirs and other music organizations of the Church, and, in cooperation with the Senior Minister, Diaconate, and the Music Committee, shall have responsibility for all music needs and programs of the Church. He/she, in conjunction with the Music Committee, shall endeavor to establish music programs that contribute to the outreach efforts of the Church. He/she shall be responsible for the inventory, care, maintenance and use of all music instruments, robes and hymnals and the music library belonging to the Church. He/she, with the Music Committee, shall be responsible for the acquisition of all equipment and material related to the music programs of the Church. The purchase of same will be approved by the Music Committee and conform to the budget approved by the Board of Trustees.

The Minister or Director of Music shall recommend to the Music Committee the employment of such talent as he/she may deem necessary. He/she shall also recommend the salaries of such talent to the Music Committee, subject to the approval of the terms by the Board of Trustees. He/she shall, with the Music Committee, prepare the annual music budget and ensure that expenditures conform to the music budget approved by the Congregation. He/she shall be ex-officio a member of the Music Committee, the Diaconate, and the Council.

Music is an integral part of the worship experience, therefore the Minister or Director of Music and the Music Committee will coordinate and work closely with the Diaconate and the Senior Minister concerning the placement and type(s) of music to be presented as a part of the worship experience of the Church.

Section 5. Minister or Director of Weekday Preschool.

(a) Appointment and Release. The Church may employ a Minister or Director of Weekday Preschool Music, who may be Associate or Assistant Minister, and shall be called and released by the procedure prescribed in ARTICLE VII, Section 1, for call and release of the Senior Minister, except that the Search Committee may delegate the search for candidates to the Senior Minister, and the nomination of a candidate for this office shall be approved by the Weekday Preschool Board before presentation to the Congregation for election.

(b) Introduction and Recognition. As soon as practicable after assuming the office he/she shall be introduced to the Congregation at a regular Sunday service devoted, at least in part, to this purpose, at which his/her role in the life and work of the Church shall be explained, and he/she shall have opportunity to speak to the Congregation.

(c) Temporary or Interim Appointments. Temporary or Interim appointments without expectation of permanency may be made by the Council without vote of the Congregation upon nomination by the Weekday Preschool Board, subject to the approval of the terms of appointment by the Board of Trustees. But no temporary or interim appointment shall be permanent except by vote of the Congregation.

(d) Duties. The Minister or Director of the Weekday Preschool shall have supervision of the programs and staff of the Weekday Preschool in cooperation with the Senior Minister and the Weekday Preschool Board, and shall have responsibility for all needs and programs of the Weekday Preschool. He/she, in conjunction with the Weekday Preschool Board, shall endeavor to establish Weekday Preschool programs that contribute to the outreach efforts of the Church. He/she shall be responsible for the inventory, care, maintenance and use of all Weekday Preschool equipment and furnishings belonging to the Church. He/she, with the Weekday Preschool Board, shall be responsible for the acquisition of all equipment and material related to the Weekday Preschool program of the Church. The purchase of same will be approved by the Weekday Preschool Board and conform to guidelines established by the Board of Trustees.

The Minister or Director of the Weekday Preschool shall recommend to the Weekday Preschool Board the employment of such teachers and aids as he/she may deem necessary. He/she shall also recommend the salaries of such staff to the Compensation Review Committee, subject to the approval of the terms by the Board of Trustees. He/she shall, with the Weekday Preschool Board, prepare the annual Weekday Preschool budget and ensure that expenditures conform to the budget as approved by the Congregation. He/she shall be ex-officio a member of the Weekday Preschool Board and the Council.

Because the Weekday Preschool is an integral part of the Church's ministry, the Minister or Director of Weekday Preschool will coordinate and work closely with the Senior Minister and other Senior Staff concerning the programs and activities of the Weekday Preschool.

Section 6. Church Administrator. The Church may employ a Church Administrator who shall serve in assisting the Board of Trustees and the Senior Minister in the work of Administration of the programs and ministries of the Church. This person may be either clergy or laity and with duties commensurate with his or her training and credentials. The duties of the Church Administrator shall be to assist the Board of Trustees and Senior Minister in matters related to church finances, building and grounds issues, facilities oversight and maintenance, and other duties as detailed in the job description.

Section 7. Clerk. The Clerk shall be elected at the Annual Meeting for a term of one year. He/she shall keep the minutes of all business transacted at Annual and Special Congregational meetings. He/she shall serve as Secretary to the Council. He/she shall keep a register of church membership and of baptisms, and shall submit an annual report. Upon request of the Board of Membership or the Minister, he/she shall issue Letters of Transfer or Termination of Membership in this Church as provided in ARTICLE V, Sections 4(a) and 4(c) of these Bylaws.

Section 8. Treasurer. The Treasurer shall be elected at the Annual Meeting for a term of one year upon nomination by the Nominating Committee, but the nomination of a candidate for this office shall be approved by the Board of Trustees before presentation to the Congregation for election.

His/her duties, under supervision and direction of the Board of Trustees, shall include the receipt, deposit, and disbursement of the monies of the Church under such regulations as the Trustees may determine, together with the keeping of such accounts, records, and documents as the Trustees may require. He/she shall make an annual report to the Trustees and to the Annual Meeting of the Congregation and such other reports as the Trustees may require.

His/her accounts shall be audited at the close of each calendar year, or as directed by the Trustees. He/she shall be bonded at the expense of the Church in such amount as the Trustees may determine.

Upon incapacity or resignation of the Treasurer, an interim appointment shall be made by the Council upon recommendation by the Trustees.

If it should become apparent to the Board of Trustees that the duties of the Treasurer have not been effectively performed by him/her, they may, by a two-thirds vote of those present at a Board meeting duly called, recommend the matter to the Council for termination of his/her tenure and nominate a successor to be elected by the Council for the remainder of his/her term.

Section 9. Tellers. Tellers shall be appointed by the Board of Trustees for a period of one year, or until their successors are appointed. They shall assist the Treasurer in receiving collections at regular and special church services, and shall perform such other duties as the Board of Trustees may require from time to time. They shall give such bond as the Board of Trustees may require, the expense of which shall be borne by the Church.

Section 10. Auditor. An Auditor or Auditors shall be elected at the Annual Meeting to serve for one year and shall audit the accounts of each organization of the Church, with the exception of the Pastor's Fund and, upon request of the Trustees, those of the Treasurer also, and report thereon as required by the Board of Trustees.

Section 11. Moderator. A Moderator shall be elected at the Annual Meeting to serve for one year, or until his/her successor is elected. He/she shall preside over all business meetings of the Congregation and the Council. An Assistant Moderator shall also be elected and shall serve in the event that the Moderator is not able to preside at a meeting. The Assistant Moderator shall sit on the Council. In the absence of the Moderator, or Assistant Moderator, the meeting shall elect a Moderator pro tem.

Section 12. Historian. A Historian shall be appointed for an indefinite period by the Council, upon recommendation of the Nominating Committee. He/she shall maintain in the files of the Church office a record of all occurrences affecting or of interest to it, as well as of all events of general interest affecting the Officers and Boards of the Church, and of distinctions of religious or public significance to the members of the Church. He/she shall make a report at the Annual Meeting.

Upon the appointment of a Committee on Historical Records, he/she shall serve as its chairperson.

Section 13. Other Officers. As needs shall dictate, other Officers may be elected by the Congregation upon nomination by the Nominating Committee except as provided by these Bylaws or amendments thereto.

ARTICLE VIII. Church Council

The Council shall consist of the following active members of the Church:

- (a) Minister;
- (b) Associate or Assistant Minister;
- (c) Minister or Director of Christian Education;
- (d) Moderator;
- (e) Assistant Moderator;
- (f) Clerk;
- (g) Treasurer;
- (h) Minister or Director of Music;
- (i) Chairperson and two (2) members appointed by him/her for one (1) year of each of the following Boards: Board of Trustees, Board of Christian Education (one of whose representatives shall be the Sunday School Superintendent), Board of Christian Outreach, Board of Membership;
- (j) Chairperson and four (4) members of the Diaconate;
- (k) a representative of the following committees: Music, Staff Relations and Stewardship, and a representative of any other group or club established by the Church.

The function of the Council shall be to coordinate all the activities of the Church. Each officer, and the head of each Board or other organization represented on the Council, shall report at the Council meetings the principal plans and programs of his/her office, Board or Committee and shall report back to his/her own Board or Committee concerning the other church activities, as reported at the Council Meeting. The Council shall advise the Ministers on the General policy of the Church, and shall aid them in developing a comprehensive religious program. The Council shall submit to the Annual Meeting of the Congregation a comprehensive program involving the chief objectives of the Church for the coming year.

The Council shall hold regular meetings at least quarterly. Special meetings may be called by the Moderator or the Minister. Ten (10) members shall constitute a quorum.

Interim vacancies on Boards and Committees may be filled by appointment of the Council on recommendation of the Boards and Committees concerned.

As occasion demands, the Council shall appoint delegates and alternates who are active members of this Church to represent the Church officially at area, state and national meetings.

The Church Clerk shall prepare and make available to the members of the Council, prior to each meeting, an agenda to be considered at such meeting.

ARTICLE IX. Boards

Section 1. Diaconate. The Diaconate shall consist of 18 Deacons, with nine female and nine male members, elected at the Annual Meeting of the Congregation for a term of three (3) years, so rotating in election that the terms of three (3) female Deacons and three (3) male Deacons shall expire each year. After serving one full term, a member shall be ineligible for re-election for one year. A quorum shall consist of a majority of the members. Except as otherwise stated herein, the Diaconate shall choose its own officers and committees and determine its own modes of operations.

The Diaconate shall serve as a ministers' cabinet, acting in an advisory capacity and assisting the ministers in the administration and maintenance of the spiritual life of the Church.

The Diaconate shall advise the minister(s) on the arrangement, order and general content of the public services of worship, assist in the preparation and administration of the sacraments, and provide for supply of the pulpit in the absence of the minister(s).

The Diaconate shall act on behalf of the Church in aiding and comforting the poor, the sick, the sorrowing, and all others in the Congregation who need spiritual as well as material assistance and, with the minister, confidentially administer the Pastor's Fund which is received as special gifts from the membership so designated for relief and charitable work within the parish and the community.

The Diaconate shall appoint a Flower Guild Coordinator for a term of one (1) or more years. The coordinator's name shall be reported to the Congregation at the Annual Meeting of the Congregation. It shall be the duty of this coordinator to see that there are flowers on the Altar table for each Sunday worship service. Unless otherwise designated, these flowers shall be distributed after the services, to the sick and shut-in members of the Congregation, or otherwise used at the discretion of the coordinator, the Pastoral Care team coordinator(s) or the Ministers. The coordinator shall be responsible for the decoration of the Church on such special occasions as Christmas, Easter and Palm Sunday.

The Diaconate shall appoint a Head Usher for a term of one (1) or more years. The Head Usher shall be an active member of this Church. The Head Usher's name shall be reported to the Congregation at the Annual

Meeting. The Head Usher shall provide, from the Congregation, sufficient ushers for all regular and special worship services, and shall perform other duties as may be assigned by the Diaconate. The Head Usher shall submit a written report of activities to the Diaconate for inclusion in its report to the Annual Meeting of the Congregation.

The Diaconate shall oversee the Pastoral Care Team Coordinator(s) who are charged to assist the Ministers to engage and train volunteers to reach out to our congregation when there is a need. Team members shall include volunteers who visit persons who are unable to attend worship, and Caring Cooks who assist with emergency needs, and provide meals for people who are experiencing illness, loss, or grief. The Pastoral Care Team shall periodically provide the Diaconate with a report on activities conducted by the Team and submit a written report of its activities to the Diaconate for inclusion in its report to the Annual Meeting of the Congregation.

The Diaconate shall oversee the Gurtler Center Ministries housed in The Gurtler Center for Families, Youth and Children. The Center provides programs for those within our membership and those outside of our membership through Outreach programs. These programs are funded through the direct support of First Congregational Church and by external grants. The Center's youth programs extend the reach and breadth of the Christian Education Programs in the area of the arts, worship, and mission outreach. A representative of the Gurtler Center Ministries shall periodically provide the Diaconate with a report on activities conducted by the Gurtler Center Ministries and submit a written report of its activities to the Diaconate for the Annual Meeting of the Congregation.

The Diaconate shall be responsible for any other duties which fall within the customary scope of the Deacons' duties and which are not expressly imposed upon any other Board or Committee.

The Diaconate shall meet monthly at such time and place as may be fixed by the Board. Special meetings may be called at any time upon reasonable notice of the time and place by the Chairperson or the Minister. The Diaconate shall report to the Congregation at the Annual Meeting.

Section 2. Board of Trustees. The Board of Trustees shall be responsible for the business affairs and business policies of the Church and for its finances. The Board shall consist of twelve (12) active members of the Church, 21 years of age or over, elected at the Annual Meeting of the Congregation for a term of three (3) years, so rotated in election that the terms of four (4) of its members shall expire each year. After serving one full term, a Trustee shall be ineligible for re-election for one year.

The Board shall choose its own Officers and Committees and determine its own mode of operation. It shall meet regularly once each month at a time previously determined and may hold special meetings when desirable upon call by the Chairperson, or, in case of absence or disability of the Chairperson, by four of its members; all members being notified in advance. A quorum shall consist of a majority of the members.

The Board shall prepare an annual church budget for presentation to the Congregation. Upon acceptance of the budget by the Congregation, the Board shall administer the funds, with each Board and Committee being responsible for the expenditure of funds within the budget approved for their Board or Committee. The Boards and Committees shall show fiscal responsibility and shall administer funds from its respective budget under the guidelines set forth by the Board of Trustees.

The Board shall receive, hold and administer all property and monies of the Church, with the exception of the Pastor's Fund and the funds of organizations described in ARTICLES X and XI, but shall not purchase, sell, transfer, or mortgage real estate without authorization by vote of the Congregation at a special meeting called for that purpose.

All contracts or agreements with any person or persons involving the expenditure of monies for services, materials or otherwise, except as provided in above paragraph, must be approved by the Board of Trustees before becoming operative and binding upon the Church. This is a statement of policy applying to all departments, boards, and committees.

All important papers pertaining to the business or finances of the Church shall be kept in a safe deposit box in a bank vault, rented in the name of the Church. An adequate record of all papers so deposited, together with pertinent data concerning them, shall be maintained in the church office by the Treasurer.

The Board shall annually appoint four persons, any two of whom, acting jointly, shall be authorized to open this safe deposit box, and shall so notify the bank.

The Board of Trustees shall select an investment agent with whom they will execute a Trust Agreement. It shall deposit under such agreement all funds, special gifts, contributions, legacies, etc. accepted by the Board of Trustees belonging to or coming into the possession of the Church, the use of which is restricted by the donor or donors to the income there from.

Nothing in the foregoing shall be so interpreted as to preclude the authority of the Board to negotiate agreements consonant with the mission and purposes of the Church for gifts on such terms as may satisfy a donor or donors who for any reason do not want their gifts treated in any of the ways set forth above.

The Board shall present each year to the Nominating Committee the name of the person to be proposed at the Annual Meeting of the Congregation for election to the position of Auditor, and the nominee of that Committee

for the position of Treasurer shall be approved by this Board before his/her name is presented to the Annual Meeting for election.

The Board of Trustees shall make an annual review or survey of all insurance carried by the Church to assure adequate coverage.

The Building and Grounds Sub-Committee shall consist of active members of this Church and shall be appointed by the Board of Trustees for a term of one (1) or more years. Members' names shall be reported to the Congregation at the Annual Meeting of the Congregation. The Sub-Committee shall be responsible for identifying the capital projects necessary to maintain the church facilities in good repair and operating condition. The Sub-Committee shall annually update a capital projects list of near, mid-term and long-term projects to be considered in the operating budget. The Sub-Committee shall present the capital projects list to the Board of Trustees for budget consideration. The Sub-Committee shall lead in the identification and implementation of church volunteer projects to involve membership in the stewardship of the physical plant.

The Investment Sub-Committee shall consist of active members of this Church and shall be appointed by the Board of Trustees for a term of one (1) or more years. Members' names shall be reported to Congregation at the Annual Meeting of the Congregation. The Investment Sub-Committee functions on behalf of the Board of Trustees and is responsible for oversight of the Church's investments. The Sub-Committee is responsible for formulating investment objectives and policies, establishing investment guidelines, monitoring investment performance, recommending retention and removal of investment managers, and reporting to the Board of Trustees on the status of the investments. The Investment Sub-Committee shall recommend to the Board of Trustees selection of an investment agent with whom they will execute a Custodian Agreement. It shall deposit under such an agreement all special gifts, contributions, legacies, etc. accepted by the Board of Trustees belonging to or coming into the possession of the Church which the Board of Trustees determines to be Capital Funds as distinct from current expense funds. Withdrawal from the Custodian Fund shall be made only when accompanied by a certified copy of a resolution approving the same, passed by the Board of Trustees. The investment agent or agents selected for the two above funds shall act on behalf of the Church. All trust agreements shall require the Trustee to make accounting to the Board of Trustees on the status of the trust in such detail as may be required quarterly or at other agreed periods.

Section 3. Board of Christian Education. The Board of Christian Education shall consist of fifteen (15) active members of the Church elected at the Annual Meeting of the Congregation for a term of three (3) years so rotating in election that the terms of five (5) shall expire each year, together with the Minister or Director of Christian Education, the Coordinator of Children's Ministries, Youth Ministries, or Sunday School Superintendent, as ex officio members. After serving one full term a member shall be ineligible for re-election for one year.

The Board shall choose its own officers and committees and determine its own modes of procedure, subject to the provisions of these Bylaws or amendments thereto. It shall meet at least ten (10) times per year and a quorum at any meeting shall consist of a majority of the members.

In cooperation with the Minister or Director of Christian Education, the Board shall have supervision, direction and control of the Sunday School and all other educational activities of the Church approved by the Congregation, including the Vacation Bible School, the Youth Fellowships and other adult classes, and shall cooperate with other Boards and organizations of the Church in all matters in which a common interest may appear.

The Board shall prepare and present annually a recommended Christian Education budget to the Board of Trustees. When the position of Minister or Director of Christian Education is vacant, the Board shall approve the nomination of a candidate for this position before his/her name is presented to the Congregation for election, as provided in ARTICLE VII, Section 3, of these Bylaws.

Section 4. Board of Christian Outreach and Social Justice. The Board of Christian Outreach shall consist of twelve (12) members of the Church elected at the Annual Meeting of the Congregation for a term of three (3) years, so rotated in election that the terms of four (4) of its members shall expire each year. After serving one full term, a member shall be ineligible for re-election for one year.

The Board shall elect its own officers at its first meeting following the Annual Meeting of the Congregation. It shall meet at least four (4) times a year. Special meetings may be called by the Chairperson or by any other three (3) members of the Board, provided that all members be notified. A quorum shall consist of a majority of the members.

It shall be the duty of this Board to assist the Minister in providing the members of the Congregation with information concerning the national and international missions of the Church and to bring theological reflection and the insight of Christian faith to bear upon the critical social, economic and political problems of our time; and it shall seek to relate the Church to agencies of the community that share the values of the Church, having concern for civic reform, the interest of public education, and other aspects of social justice. It shall arrange programs that will encourage increased support of benevolent causes and in any other way promote the true mission of the Church.

It shall be also the duty of this Board to prepare annually and to present annually to the Board of Trustees a recommended benevolent budget and to direct the distribution of such funds.

Section 5. Board of Membership. The Board of Membership shall consist of twelve (12) active members of this Church elected at the Annual Meeting of the Congregation for a term of three (3) years, so rotated in election that the terms of four (4) of its members shall expire each year. After serving one full term, a member shall be ineligible for re-election for one year. The Board shall choose its own officers.

The Board of Membership shall be responsible for the general supervision of matters relating to church membership, in cooperation with the ministerial staff and the other Boards and groups within the Church. The Board shall enlist the talents and endeavors of all church members and groups for the purpose of:

- (a) developing ways to attract, cultivate, offer hospitality, and an orientation for potential members.
- (b) orienting new members in a clearly defined program pertaining to the obligations and expectations of membership, and in integrating these new members into the life of the Church.
- (c) retaining membership through the promotion and invitation to participate in opportunities for service, fellowship and growth in faith and deepening relationships within the community of faith.
- (d) receiving reports and periodically, but at least annually, revising the membership rolls and the membership records, authorizing the Clerk to issue letters of transfer for members leaving the parish, and recommending to the Church the dismissal of members or transfer of members to an inactive list.

Section 6. Weekday Preschool Board. The Weekday Preschool Board shall consist of nine (9) active members of the Church elected at the Annual Meeting of the congregation for a term of three (3) years so rotated in election that the terms of three (3) of its members shall expire each year. After serving one full term, a member shall be ineligible for re-election for one year. The Board shall elect its own officers at its first meeting following the Annual Meeting of the congregation. Officers shall include Chairperson, Vice Chairperson and Secretary. It shall meet at least four (4) times per year. Special meetings may be called by the Chairperson or by any other three (3) members of the Board in consultation with the Director of the Weekday Preschool, provided that all members are notified. A quorum shall consist of the majority of the members.

It shall be the duty of the Board to assist the Director in providing oversight and direction to the operations, personnel decisions, policies, and programs of the Weekday Preschool. There shall be a Finance Committee of the Board consisting of at least four (4) members. It shall be the duty of the Finance Committee to prepare annually a budget to be ratified by the Weekday Preschool Board and subsequently recommended to the Board of Trustees for approval. The budget of the Weekday Preschool shall be included in the Annual Report and presented to the Congregation for final approval at the Annual Meeting. The annual budget shall be based on the fiscal year of the Weekday Preschool (August – July).

The Board shall oversee, with the Director, all personnel changes.

Section 7. Meeting Attendance. Because of the great responsibility entrusted to members of Church Boards, it is necessary for all such members to attend scheduled meetings. Members of Boards who absent themselves from three (3) consecutively scheduled meetings, and are not excused from attendance by the Board on which they serve, shall be deemed to have submitted their resignation as members of that Board. The Secretary of each Board will report at the third such meeting the name of any such person, whereupon the Board shall make every effort to contact the absent member and then either excuse one or more absences or report a vacancy to the Council, with its recommendation for an appointment to fill the vacancy.

ARTICLE X. Committees

Section 1. Music Committee. The Music Committee shall consist of nine (9) active members of this Church and shall be elected for a term of three (3) years at the Annual Meeting of the Congregation. Terms shall be so rotated in election that the terms of three (3) of its members shall expire each year. After serving one full term, a member shall be ineligible for re-election for one year. The Committee shall choose its own officers.

The Music Committee shall be responsible for providing the general leadership for the music programs of the Church in close cooperation with the Minister or Director of Music who will be responsible for the daily operation and direction of the choirs and other church music organizations. The Music Committee will work with the Senior Minister, other ministerial and church staff members, the Diaconate and other Boards and groups within the Church relating to church-wide and outreach music programs.

It shall be the responsibility of this Committee to oversee, along with the Minister or Director of Music, the preparation of the annual music budget; the supervision of the expenditure of the funds provided in support of the music program; the support of music programs; the maintaining and inventorying of music instruments, equipment,

choir robes and the music library; the selection and acquisition of music instruments and other music needs as they arise.

In cooperation with the Minister or Director of Music, the Music Committee shall provide responsible leadership in instrumental and vocal music to assist the Church in its public worship. It shall be responsible for the care, maintenance and use of the organ, subject to the approval by the Board of Trustees of all contracts or agreements affecting its care, maintenance or use.

The Music Committee, based on recommendations from the Minister or Director of Music, shall employ such assistants, soloists and others as deemed necessary, and will establish salaries for same, subject to approval of the terms by the Board of Trustees.

The Music Committee, along with the Minister or Director of Music, shall participate in the selection of any church-wide music acquisition such as hymnals, instruments and equipment.

The Music Committee shall provide music leadership to enrich the public worship and ensure that the music programs provide outreach benefits for the growth of our Church. The Committee shall oversee the Community School of Music which provides additional music opportunities and programs for those within our membership and those outside of our membership. These programs are funded entirely through fee-based classes. The Community School of Music shall prepare annually a budget to be recommended to the Board of Trustees for approval. The budget of the Community School of Music shall be included in the Annual Report and be presented to the Congregation for final approval at the Annual Meeting. The annual budget shall be based on the fiscal year of the Community School of Music. A representative from the Community School of Music shall submit a written report of their activities for the Annual Meeting of the Congregation.

Music is an integral part of the worship experience, therefore the Minister or Director of Music and the Music Committee will coordinate and work closely with the Diaconate and the Senior Minister concerning the placement and type(s) of music to be presented as a part of the worship experience of the Church.

Section 2. Stewardship Committee. The Stewardship Committee shall consist of six (6) active members of this Church and shall be elected for a term of three (3) years at the Annual Meeting of the Congregation. Terms shall be so rotated in election that the terms of two (2) of its members shall expire each year. The Senior Minister and the Church Treasurer shall be ex-officio members. After serving one full term, a member shall be ineligible for re-election for one year. The Committee shall set its own meeting schedule and choose its own officers. The Chair of the Committee shall attend meetings of the Council and report on the workings of the Committee. The Committee will also prepare a written summary of its work for the Annual Report.

The Stewardship Committee will report to the Council and work closely with the Board of Trustees. The Committee is charged with the responsibility for planning, organizing, directing, coordinating and evaluating all aspects of Christian Stewardship, including annual or periodic campaign to meet the budgeted and long-range financial needs and obligations of the Church.

The Committee shall design program(s) to explain biblical and traditional Christian Stewardship; act as a clearing body to coordinate all fund-raising activities of the Church; and working in cooperation with the Treasurer and the Board of Trustees, shall monitor continuing financial needs as compared with levels of giving, and when necessary, design programs to meet projected deficits.

Section 3. Staff Relations Committee. The Staff Relations Committee shall consist of six (6) active members of the Church elected at the Annual Meeting of the Congregation for a term of three (3) years so rotating in election that the terms of two (2) shall expire each year. Each member of the Committee must be at least twenty-one (21) years of age and have served one (1) full term on a Board or major Committee of the Church. After serving one full term, a member shall be ineligible for re-election for one year. They should have educational background, professional training or practical experience in personnel or human relations. In addition the Moderator, Chairperson of the Board of Trustees and the Senior Minister shall serve as ex-officio members.

The mission of the Staff Relations Committee is to encourage effective leadership between staff and the congregation, provide support and encouragement to individual staff members as appropriate, and provide a framework so that any conflict might be addressed promptly and handled creatively in order to avoid potential polarization.

The Committee shall choose its own officers and determine its own method of operation conforming to the Mission, Purpose, Duties and Functions of this Church.

The Committee shall make a periodic review of all personnel policies and job descriptions, in coordination with the appropriate staff member, pertinent Board or Committee and the Board of Trustees. Each Senior Staff member (Senior Minister, Associate or Assistant Minister, Minister or Director of Christian Education, Minister or Director of Music, Minister or Director of Weekday Preschool, and Church Administrator) will be interviewed each year and other staff will be interviewed periodically.

The Committee shall serve as a liaison between the minister(s), staff and the Congregation; provide opportunity for minister(s)/staff to share concerns, hopes, ambitions and frustrations; and shall hear any

grievances or problems relating to minister(s)/staff, whether from other minister(s)/staff or from members of the Congregation.

The Committee will make reports to the Council and keep appropriate parties, Boards and Committees informed as to their findings and shall submit a written summary of its work for the Annual Report.

Section 4. Nominating Committee. In addition to the above committees elected by the Congregation at the Annual Meeting, a Nominating Committee shall be appointed during the month of April by the Council to serve for one (1) year.

This Committee shall consist of active members of this Church as follows:

(a) Each of the six (6) Boards shall nominate one of its retiring members.

(b) Each of the following organizations shall nominate one of its members: Music Committee and Staff Relations Committee.

(c) Three members-at-large also shall be appointed by the Council.

The Committee shall choose its own chairperson. It shall nominate one or more persons for each office to be filled at the Annual Meeting by vote of the Congregation. The Committee shall follow any special requirements of membership as outlined in these Bylaws when placing a name in nomination for a position. It shall give due consideration to nominations proposed by the various Boards as provide by the Bylaws.

Section 5. Marketing and Publicity Committee. The Marketing and Publicity Committee shall consist of six (6) active members of this Church elected at the Annual Meeting of the Congregation for a term of three (3) years, so rotated in election that the terms of two (2) of its members shall expire each year. After serving one full term, a member shall be ineligible for re-election for one year. The Committee shall choose its own officers. The Marketing and Publicity Committee shall be responsible for developing a plan each year to promote the Church and its many programs in the community, in cooperation with staff and the other Boards and groups within the Church, to market the Church in order to attract new members and to research and develop ways to reach out with information and publicity that promote the programs of the Church.

Section 6. Ministerial Search Committee. In the event of a vacancy in the position of Minister, Associate or Assistant Minister, or Minister or Director of Christian Education, a Ministerial Search Committee shall be created to search for and investigate candidates and make recommendations to the Congregation, subject to the conditions specified in ARTICLE VII, Sections 2 and 3 of the Bylaws. Except as provided in the two paragraphs next following, the Committee shall be composed of the Chairperson or one of the Co-Chairpersons of each of the following Boards and organizations ex-officio: Diaconate, Trustees, Christian Education, Christian Outreach, Membership, Stewardship Committee, Staff Relations Committee, Music Committee, Weekday Preschool, together with three (3) active members-at-large to be elected by the Council. Upon its formation the Committee shall be convened as early as practical at the call of the Church Clerk, and shall thereupon elect one of its members Chairperson. Meetings thereafter shall be held at the call of the Chairperson, or as the Committee may designate.

In the event that an ex-officio member is unable to serve, the Board or organization concerned shall choose one of its members to replace him/her.

If, during the vacancy upon which the Committee is still at work, the term of service or title of office of any of the ex-officio members shall expire in the Board or organization he/she represents, he/she shall nevertheless remain on this Committee in lieu of replacement until the vacancy has been filled.

Upon the completion of its function as described above, the Committee shall be disbanded unless another vacancy has arisen or is in immediate prospect.

Section 7. Other Committees. Other Committees shall be elected by the Congregation, or, in case of emergency, or for temporary service, by the Council as needed.

Section 8. Meeting Attendance. Because of the great responsibility entrusted to members of church Committees, it is necessary for all such members to attend scheduled meetings. Members of Committees who absent themselves from three (3) consecutively scheduled meetings and are not excused from attendance by the Committee on which they serve, shall be deemed to have submitted their resignation as a member of that Committee. The Secretary of each Committee will report at the third such meeting the name of any such person, whereupon the Committee shall either excuse one or more absences or report a vacancy to the Council, with its recommendation for an appointment to fill the vacancy.

ARTICLE XI. Auxiliary Organizations

Members of the Church may form auxiliary organizations in the name of the Church for the performance of activities related to the work of the Church, but only after application to and approval by the Council, which shall have general supervision over organizations of this type. Such organizations may choose their own officers and administer their finances, subject to annual audit by the auditor, or as directed by the Council.

ARTICLE XII. Amendments

Section 1. Charter. The Charter of this Church may be amended (subject to the approval of such amendment by the Secretary of State of the State of Florida) by resolution at any Annual or Special Meeting of the Congregation provided that announcement of such proposed amendment be made at the morning worship services on the two (2) Sundays immediately preceding the meeting.

Section 2. Bylaws. These Bylaws may be amended at any Annual Meeting of the Congregation or at a Special Meeting specifically called for that purpose, in accordance with ARTICLE VI, Section 3(c) of these Bylaws. All proposed changes to the Bylaws must be distributed to the Congregation at least 20 days prior to an Annual or Special Meeting called to change the Bylaws.

Section 3. Required Vote. Amendments shall be effected only by a vote of two-thirds (2/3) of those present and voting.

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