

GARDEN CITY COMMUNITY CHURCH

BY-LAWS

AS OF JANUARY 1, 2019
AMENDED FEBRUARY 2025

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PREAMBLE

The Garden City Community Church (the "Church") was established under the Religious Corporations Law of the State of New York in October 1930 under the name Christ Church in Garden City and has remained a religious corporation thereunder. Since July 1931, the name of Church has been, and shall continue to be, the Garden City Community Church.

The Garden City Community Church is a member church of the Metropolitan Association of the New York Conference of the United Church of Christ. Here follows the "Statement of Faith", approved by the 14th General Synod of The United Church of Christ in 1981:

We believe in you, O God, Eternal Spirit, God of our Savior Jesus Christ and our God, and to your deeds we testify:

You call the worlds into being, create persons in your own image, and set before each one the ways of life and death.

You seek in holy love to save all people from aimlessness and sin.

You judge people and nations by your righteous will declared through prophets and apostles.

In Jesus Christ, the man of Nazareth, our crucified and risen Savior, you have come to us and shared our common lot, conquering sin and death and reconciling the world to yourself.

You bestow upon us your Holy Spirit, creating and renewing the Church of Jesus Christ, binding in covenant faithful people of all ages, tongues, and races.

You call us into your Church to accept the cost and joy of discipleship, to be your servants in the service of others, to proclaim the gospel to all the world and resist the powers of evil, to share in Christ's baptism and eat at His table, to join Him in passion and victory.

You promise to all who trust you forgiveness of sins and fullness of grace, courage in the struggle for justice and peace, your presence in trial and rejoicing, and eternal life in your realm which has no end.

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

Through Christ the Members of this Church are bound to one another and to God in a Covenant Fellowship. They enter into this Covenant (the "Covenant"):

We do now in the presence of God most solemnly and faithfully covenant with God and with one another to walk in all God's ways, made known, or to be made known to us, whatsoever the cost, the Lord assisting us.

We engage, by the aid of the Holy Spirit, to walk together in Christian love, to promote the peace and welfare of this Church of Christ, and to sustain its worship and sacraments.

We also engage to maintain personal devotion, to be just in our dealings, to refrain from everything that may reasonably bring reproach upon the Christian name, and to live in the world in joyful gratitude to God.

We further engage to give ourselves and our substance to the ministry of healing among the nations, that all may know the good news of God's love in Jesus Christ.

This Church observes two sacraments: Baptism and Communion, in accordance with the teaching of our Lord.

This Church acknowledges that it belongs to the total church of Christ and pledges its cooperation and support for the fulfillment of the church's mission everywhere in the world.

Specifically we have set out the mission of the Garden City Community Church as follows:

We, the members and friends of the Garden City Community Church, believe it is our mission to proclaim the good news of Jesus Christ in word and deed to all the world.

Relying on the grace of God and the guidance of the Holy Spirit, we seek to fulfill our mission by being a community of spiritual growth that welcomes all people, teaches Christian faith, cares for its members, and reaches out in service to those beyond the church walls. Celebrating our diversity, we are working to build a loving fellowship where:

- people are supported and families are strengthened;*
- friends are made and hurts are healed;*
- justice is sought and the world is served;*
- God is worshipped;*
- and above all, Jesus Christ is Lord.*

This Church gladly receives the privileges and freely accepts the obligations of being a part of the United Church of Christ.

These By-Laws are intended to comply with the Religious Corporations Law of the State of New York and shall be interpreted in accordance therewith. In the event of any conflict or ambiguity between these By-Laws and the Religious Corporations Law of the State of New York, these By-Laws shall be superseded by the Religious Corporations Law to the extent necessary to comply therewith.

For purposes of these By-Laws, all masculine pronouns shall be deemed to include the feminine and neuter, and all terms used in the singular shall be deemed to include the plural, unless the context shall otherwise require. For purposes of these By-Laws, the word "or" shall mean "and/or", unless the context shall require otherwise. Unless otherwise provided herein, all notices may be given in writing or by electronic means and meetings may be held in person or by electronic means whereby all participants can take part therein. No proxies may vote or take action for or on behalf of any elected office or position.

ARTICLE I - CHURCH MEMBERSHIP

Members of the Garden City Community Church shall be those persons who have given public consent to the Covenant at a worship service of the Church (any who are unable to attend in public, upon giving consent to the Covenant to members of the Membership Committee, may be received by the Council of Trustees acting on behalf of the Church). They shall be recommended to the Church by

the Membership Committee of the Council of Trustees after receipt of satisfactory proof of Baptism. Any such person having been recommended for membership, and so giving consent to the Covenant, shall be admitted into full communion with the Church and known as a "Member" of the Church.

Standing of Members

Members shall be deemed to be in good standing when they have, from the time of their acceptance into membership of the Church, regularly participated in the worship and work of the Church through stewardship of their time, talents and financial resources.

The Membership Committee shall review annually the Membership rolls for the good standing of each Member. Those Members who have not been in good standing for one year may be listed, at the discretion of the Membership Committee, as inactive. The Council of Trustees may, in its discretion, designate any person to no longer be in good standing upon determination that continued good standing of such person is not in the best interests of the Church. Any Member who is not in good standing shall not be entitled to vote on any matter brought before a meeting of the Church or be eligible for membership on the Council of Trustees.

Termination of Membership

Upon written request to the Church, any Member in good standing who desires to terminate membership in the Church may do so by giving written notice to the Membership Committee and, upon receipt of such termination notice, the Member shall cease to be a member of the Church. The Membership Committee may, in its discretion, terminate or suspend the membership of any Member who it has been unable to contact after diligent efforts of more than two years. The Information Officer of the Church shall notify Members whose membership has been terminated in this manner at their last known address. The Council of Trustees may, in its discretion, terminate membership of any person upon determination that continued membership of such person is not in the best interests of the Church.

Restoration to Membership

Any person whose membership has been terminated may provide the Membership Committee with a written request for reinstatement of membership. The Membership Committee shall review such request and, in its discretion upon determining that the person seeking reinstatement qualifies to be a member, the person shall be restored to membership in the Church.

ARTICLE II - INSTRUMENTS OF THE CHURCH

The Church as gathered company shall provide for public worship, evangelism, Christian nurture, and opportunities for participation in the mission of the Church. These shall be the instruments by which the Church shall accomplish the purposes outlined in the Preamble.

Public Worship

Regular services of public worship shall be held at stated hours each Sunday. Other services for worship, inspiration and prayer may be held as determined by the Church, the Pastor, or the Ministry Committee.

The Sacraments of Baptism and Communion shall be observed at such services and at such times as the Pastor or Ministry Committee may designate. The Sacrament of Communion shall be observed not less than six (6) times a year at all regular services on the Sundays so designated.

Christian Nurture

The Church shall engage in programs of Christian nurture designed to prepare children for confirmation and Members for full participation in the life and work of the Church.

To this end, the Church shall provide for Christian education programs for children and youth, Confirmation Classes, and continuing opportunities for the growth of adults in the Christian Faith.

Evangelism and Mission

The people of the Church are called to witness to their faith in every area of life and to enter into a mutual ministry with all those who are called to be disciples of Jesus Christ throughout the world.

The entire Church program shall enable Members to be constantly aware of the needs of all people far and near and of the means through which people may extend their witness to others. To this end, there shall be study, discussion and action to make the discipleship of the Members knowledgeable and effective.

ARTICLE III - THE MINISTERS

To all Members of the Church, wherever they may find themselves, belong the privilege and responsibility of witness and ministry. So that they may have guidance, the Church shall call one or more ordained ministers (each, a "Minister"), one of whom will be the "Pastor" (or "Senior Pastor") and a minister ordained or authorized by the United Church of Christ. The Ministers shall be ministers both to and of the Church and shall particularly have responsibility for leading the Members of the Church to a fulfillment of their own witness and ministry.

Calling of Ministers

Ministers shall be called and settled and removed only by a vote of majority of the Members present and voting at a duly called Church Meeting. Such proposed action shall be stated in the notice of the meeting. The salary, schedule of increments and other benefits shall be approved at a Church Meeting and shall be confirmed by a written memorandum signed by the Pastor and Chair of the Council of Trustees.

When a Pastor is to be called to fill a vacancy, an *ad hoc* committee (a "Search Committee") of the Church consisting of not less than seven (7) or more than ten (10) Members, one of whom shall be a representative of youth and under the age of nineteen (19), shall be elected from among the Members of the Church by the Members of the Church at a Church Meeting to undertake the selection and recommendation of a Pastor. At the meeting at which a Search Committee is elected, the Church shall make suggestions to the Search Committee concerning the selection of a Pastor as the Church shall see fit; *provided* that said suggestions shall not be binding upon the Search Committee. The Search Committee shall make a canvas of possible candidates using resources reasonably available (including any search and call resources available from the United Church of Christ), shall consider the particular needs of the Church and the unique gifts of candidates, and shall recommend its selection from among the candidates to the Church. It shall recommend, at the same time, a salary, a schedule of increments and other benefits as developed after consultation with the Committee on Personnel Practices and the Finance & Administration Committee. When any Minister other than the Pastor is to be called, the same procedure shall be followed, and the Pastor shall be consulted during the process.

Installation

When a Pastor has been called and has accepted the call, the Church may invite representatives of the Metropolitan Association of the New York Conference of the United Church of Christ to participate in an installation service for the purpose of installing or recognizing the Pastor in accordance with the established procedures of the Association. Upon mutual agreement with the Church, other Ministers similarly may be installed or recognized.

Upon recommendation of the Ministry Committee, the Council of Trustees may enter into a covenant on behalf of the Church with one or more Members who are in the process of discerning whether to become ordained ministers in the United Church of Christ (each, an "MID") or enter into a covenant with a minister who is not ordained, but is licensed by the Metropolitan Association of the New York Conference of the United Church of Christ (a "Licensed Minister"). For purposes of these By-Laws, neither an MID nor a Licensed Minister shall be a "Minister" for whom the call, settlement or removal is subject to approval of the Members of the Church at a Church Meeting.

Personnel Practices Review

The Committee on Personnel Practices of the Church shall establish procedures to review on a regular basis each of the Minister's, the ministerial staff's and the senior professional staff's relationship with the Church and the performance of their duties. Annually they shall review salary and other benefits and make recommendations for changes in such to the Finance & Administration Committee for presentation to the Council of Trustees and inclusion in the annual budget to be submitted to the Budget Meeting of the Church as provided herein. The members of the Committee on Personnel Practices shall consist of three (3) members; *provided* that the Council of Trustees may from time to time adjust the size of such Committee to a larger or smaller number, not to exceed seven (7) or be less than three (3) members. Unless elected at an Annual Church Meeting of the Church, the members shall be designated by the Chair of the Council of Trustees. The Committee shall include at least one (1) Council Member (other than a member of the Finance & Administration Committee) and two Members of the Church who are not Council Members.

Resignation and Release

Ministers who desire to resign their ministry shall give to the Information Officer of the Church at least sixty (60) days' prior written notice of resignation, unless the Council of Trustees determines that a shorter period is in the best interests of the Church. Such notice shall take effect on the date agreed upon by the Minister and the Council of Trustees.

The Church may, at any time by a majority vote of those present and voting at a Church Meeting called for that purpose, request the resignation of any of its Ministers with the expectation that a notice of such resignation will be received by the Information Officer from such Minister within thirty (30) days and take effect not later than sixty (60) days from the meeting date. Failure of a Minister to resign within the time limit shall terminate the Minister's relationship with the Church sixty (60) days after the date of the Church Meeting at which the resignation was requested.

If a Minister of the Church loses ministerial standing as an ordained or authorized minister of the United Church of Christ, the Church may dismiss that Minister at a duly called Church Meeting by a majority vote of those present and voting.

Duties

The Pastor shall have full responsibility, and is granted corresponding authority, for the ministerial leadership and pastoral oversight of the Church. In addition to the elected membership

hereafter provided for, the Pastor is an *ex-officio* member (without vote) of the Council of Trustees and all Standing Committees. The Pastor may delegate the Pastor's functions to other members of the ministerial staff (which shall include any other ministers, music minister, licensed ministers and MIDs); *provided* that such delegation shall not relieve the Pastor of responsibility for overseeing such members' performance of such functions.

The particular areas of responsibility of any other ministers, music minister, licensed ministers and MIDs shall be developed by the Pastor in consultation with the Ministry Committee and confirmed by the Council of Trustees. The Council of Trustees, after consultation with the Pastor and the Finance & Administration Committee, may appoint members to the ministerial staff who are not Ministers.

Professional Staff

Professional staff, other than the Ministers, may be appointed by the Council of Trustees after consultation with the Pastor and the Finance & Administration Committee.

The terms and conditions of the resignation and release of such staff shall be determined by the Council of Trustees.

ARTICLE IV - CHURCH CORPORATION MEETINGS AND RELATED MATTERS

Voting Qualification of Members

The voting Members of the Church corporation (hereinafter called the "Church" in instances that reference corporate action by the Members of the Church) shall be all persons: (i) who have reached the age of sixteen (16) years; and (ii) who are Members in good standing, and shall be no other persons. In case of the challenge of a voter, the right to vote shall be determined by the Presiding Officer at such meeting and the Inspectors of Elections elected thereat, after consultation with the Information Officer as to the then current list of Members in good standing.

Annual Church Meeting

The Annual Church Meeting shall be held within the first two calendar months in each year immediately after worship. The business of the Annual Church Meeting shall be: (1) to elect an Information Officer and members of the Council of Trustees as provided in the Religious Corporations Law of the State of New York and to elect a Treasurer and Chair of the Council of Trustees, such assistant officers as are approved by the Church and members of the Personnel Practices Committee, as provided in these By-Laws; (2) to consider any amendments the By-Laws; (3) to receive yearly reports from the Ministers, the Officers, the Council of Trustees, the Standing Committees and other Organizations of the Church; and (4) to transact such other business as shall properly come before the meeting. At each Annual Meeting, the Council of Trustees shall present to the Church suggested priorities for programs for furtherance of the Church's mission and welfare. The Church at such meeting shall establish broad policies and directives for the work of the Council of Trustees in furtherance of the Church's mission. The Council of Trustees may delegate responsibility for implementation thereof among its Standing Committees and their respective ministry teams.

The Church shall elect at the Annual Church Meeting delegates to the New York Conference of the United Church of Christ, the Metropolitan Association of the New York Conference of the United Church of Christ, and such other acceptable categories of delegates in accordance with the rules governing the selection of delegates to these groups.

Budget Church Meeting

The Budget Church Meeting shall be held annually at such time (which may be the same time as the Annual Church Meeting) as shall be determined by the Council of Trustees. At this meeting, the Church shall act on the Budget for the ensuing year as presented by the Finance & Administration Committee and in accordance with recommendations from the Council of Trustees. The proposed budget shall be made available to the Members no later than the Sunday preceding the Church Budget Meeting.

Special Church Meetings

Special Church Meetings shall be called by the Information Officer upon the written request of ten (10) qualified voters of the Church, or upon the request of the Council of Trustees. Only such business as is stated in the call may be transacted thereat.

General

At any regularly called meeting - Annual, Budget or Special (each a "Church Meeting") - the Church, whose sole authority it is, may (i) call, settle or remove a Minister, (ii) approve property transactions as provided by the Religious Corporations Law, (iii) change the date of the Annual Meeting or the number of members of the Council of Trustees, (iv) fix or change the time, nature or order of the public or social worship of the Church, (v) amend these By-Laws, (vi) consider and vote on the Budget, or take any other action reserved for the Church under the Religious Corporations Law, in each case, providing that due notice of such business is included in the notice of the meeting.

PROCEDURES AT CHURCH MEETINGS

Notices

Notices for Church Meetings shall be given in accordance with the following provisions of the Religious Corporations Law (as such provisions may be revised):

"Trustees shall cause notice of the time and place of the [Church Meeting], and of the names of the Trustees whose successors are to be elected thereat, and if a Special Church Meeting, of the business to be transacted thereat, to be publicly read by a Minister of the Church or any Trustee thereof at a regular meeting of the Church for public worship, on two successive Sundays immediately preceding such meeting." Similar notice shall be given by the Trustees of the Budget Church Meeting.

Place

All Church Meetings shall be held in the Church, unless for reasons beyond control, it is not practical to do so. In this case, the meeting shall be held in such place in the Village of Garden City as shall be designated by the Pastor or, in the Pastor's absence or failure to act, by the Council of Trustees.

Quorum

At all Church Meetings, the presence of thirty (30) persons qualified to vote thereat shall be necessary to constitute a quorum.

Conduct of Church Meetings

The Information Officer of the Church shall call all Church Meetings to order and under the Information Officer's supervision the qualified voters present shall elect a presiding officer and at least two Inspectors of Election. In the absence of the Information Officer, the Treasurer of the Church shall act as Information Officer *pro tem*. The presiding officer, on order of the Inspectors of Election, shall declare the results of all voting.

All voting on candidates for office shall be by show of hands. In the event of a challenge on a vote, any Member entitled to vote may offer a motion for a written ballot on the challenged vote, which motion will be decided by a majority vote of those present. All business shall be decided by a majority vote of those present and voting, except that the By-Laws may be adopted or amended only by a two-thirds (2/3) vote of those present and voting, and that Church property can be transferred only in compliance with the Religious Corporations Law with reference thereto.

Robert's Rules of Order

Robert's Rules of Order Revised shall govern all proceedings of business meetings of the Church insofar as they are consistent with these By-Laws.

ARTICLE V - OFFICERS

The officers of the Church shall be an Information Officer, a Treasurer, a Chair of the Council of Trustees and such other officers (the "Officers") and assistants as the Church may deem necessary.

Election and Term

The Chair of the Council of Trustees shall be elected from among the members of the Council of Trustees or from among persons who have had similar experience by the Members of the Church at the Annual Church Meeting. The Information Officer and the Treasurer may be elected from among the Members of the Church.

All Officers shall serve for a term of one (1) year from the date of their election, or until such time as their successors have qualified. All Officers may succeed themselves except for the Chair of the Council of Trustees which is limited to a maximum of three (3) consecutive terms.

Vacancies among the Officers shall be filled by vote of the members of the Council of Trustees from candidates recommended by the Membership Committee.

Duties

The duties of the Officers shall be as follows:

Information Officer

The Information Officer shall, or oversee the performance of, the: (i) keeping of a record of the proceedings of the Church and of the Council of Trustees; (ii) keeping of a register with names and addresses of the past and present Members of the Church, with dates of their reception and removal, and a record of baptisms and marriages; (iii) preserving on file all official communications and written official reports, notifying of all persons elected to offices and appointed to committees; (iv) causing legal notices to be given of all meetings when such

notices are necessary; (v) conducting all official correspondence so far as this is not otherwise provided for and perform such other duties as are prescribed by law or as usually pertain to the office of Clerk or Secretary of an Assembly; (vi) coordinating the preparation and dissemination of information and materials to the Council of Trustees, the Standing Committees and the Personnel Practices Committee and other committees of the Council or the Church, and (vii) calling all meetings of the Church to order and under the Information Officer's supervision the qualified voters present shall elect a presiding officer, a parliamentarian, and at least two (2) inspectors of election.

Treasurer

The Treasurer, unless otherwise directed by the Council of Trustees or the Church, shall be responsible for ensuring the following functions are being duly performed: (i) receive all monies collected and any other monies designated or intended for the Church; (ii) deposit all funds received in accounts, in the name of the Church, in such depository as the Council of Trustees shall order and, as directed by the Finance & Administration Committee, shall invest and reinvest any funds of the Church; (iii) pay the bills of the Church according to the provisions of the Annual Budget or by the order of the Finance & Administration Committee or the Council of Trustees; (iv) cause to be kept an accurate record of all receipts and disbursements; (v) in the absence of the Information Officer of the Church, the Treasurer shall call all Church Meetings to order; and (vi) make an Annual Report to the Church and such other reports as the Council of Trustees or Finance & Administration Committee may direct.

Under the direction of the Council of Trustees, the Treasurer shall have the custody of all papers relating to the property of the Church.

Chair of the Council of Trustees

The Chair of the Council of Trustees (the "Chair") shall: (i) preside at Council of Trustees meetings; (ii) prepare the agenda and background material for all Council of Trustees meetings in consultation with the Pastor; (iii) follow up on actions of the Council of Trustees, on referrals, and on absence of members; (iv) recommend to the Council of Trustees nominees for the chairs of the Standing Committees (who or may not be members of the Council of Trustees) and any other *ad hoc* committee of the Council of Trustees; and (v) attend meetings of the Standing Committees of the Council of Trustees when requested.

ARTICLE VI - COUNCIL OF TRUSTEES

There shall be a Council of Trustees (the "Council") which shall act for the Church in the manner hereinafter set forth between Church Meetings on all business not specifically retained by the Church for its own action as mentioned in Article IV.

The Council shall have custody and control of all the temporalities and property, real and personal, belonging to the Church and of the revenues therefrom and shall administer the same in accordance with the discipline, rules and usages of the Church as set forth herein. In exercising and discharging its powers and duties, the Council shall oversee the Church as provided herein and review and approve the policies and procedures of the Church and its Standing Committees in order to achieve the objectives of the Church and its Standing Committees as set forth herein. It shall administer the same in accordance with the budget and other directions of the church and within the provisions of the Religious Corporations Law of the State of the New York relating thereto.

The Council of Trustees shall submit any recommendations it may have to the Church at the Annual Church Meeting on the emphasis for the ensuing year and shall seek broad directives from the Church concerning new policies and changes of policy. It shall make recommendations to the Church at the Budget Church Meeting on the budget prepared by the Committee of Finance & Administration.

The Council shall have no power to call, settle or remove a Minister or to fix their salary, nor shall it have power to fix, or change the time, nature or order of public worship, in each case, to the extent reserved to the Church under the Religious Corporations Law of the State of New York. The Council of Trustees is vested with the power of trustees in accordance with the Religious Corporations Law of the State of New York.

Composition

The Council of Trustees shall consist of twelve (12) members (the "Council Members"), who shall be elected from among the Members of the Church by the Members of the Church at the Annual Church Meeting; *provided* that the Council may recommend a change in the size of the Council at an Annual Meeting so that at all times the Council shall consist of nine (9), twelve (12) or fifteen (15) members and any additional members of the Council shall be elected from among the Members of the Church at such Annual Meeting. The Council shall be divided into three classes of Trustees. If there are vacancies in a class due to a change in the number of Trustees, any newly created Trusteeships or, if there are any decreases in Trusteeships, such reduction in Trusteeships shall be so apportioned among the classes as to make all classes as nearly equal in number as possible.

The Council Members shall be representative of the make-up of the Members of the Church. In addition, *ex officio* and without vote, the Ministers may attend meetings of the Council.

Council Members shall not be less than nineteen (19) years of age at the time of their election.

Council Members shall serve for a term of three (3) years as provided for in the Religious Corporations Law of the State of New York. Council Members after having served two (2) successive terms of three (3) years, are ineligible for re-election to the Council for one (1) year.

If there is vacancy among the Council Members, such vacancy shall be filled by a majority vote of the Council Members, on recommendation of the Membership Committee, until the next Annual Church Meeting, when the remainder of the term of such vacancy shall be filled by election.

Each year one-third of the Council Members shall be elected for a three (3) year term, unless a person is being elected to serve the balance of an unexpired term, then that person's term shall be for the balance of the unexpired term. A Council Member who serves more than half of an unexpired three (3) year term will have been deemed to have served a full three (3) year term.

The chair of the Church delegation to the New York Conference of the United Church of Christ, and the chair of the delegation to the Metropolitan Association of New York (the "Delegation Chairs") may be elected from among the Members of the Church by the Members of the Church at the Annual Church Meeting. The Delegation Chairs shall serve for a term of one (1) year from the date of their election, or until such time as their successors have qualified.

Meetings

The Council of Trustees shall establish a regular schedule of meeting dates, at least quarterly, and shall meet at such other times as it or the Chair may determine. Meetings of the Council shall be called by giving at least twenty four (24) hours' notice thereof to all members of the Council.

A majority of the total number of voting Council Members shall constitute a quorum for the transaction of business.

Committees

Standing Committees of the Council. The Council of Trustees shall establish the following standing committees of the Council (the "Standing Committees" or "Committees"):

1. Finance & Administration Committee. The Finance & Administration Committee shall, under the direction and policy control of the Council of Trustees, have primary responsibility for the management of property and management and investment of the funds of the Church. It shall, under the direction and policy control of the Council of Trustees, manage the temporalities and property, real and personal, belonging to the Church and all the revenues of the Church. It shall administer the same in accordance with the budget and other directions of the Church and within the provisions of the Religious Corporations Law of the State of New York relating thereto. It shall provide such protection of all properties and temporalities through insurance of property. It shall receive from all Standing Committees, the Nursery School and the Council their estimated budgets for the ensuing year and shall assemble and present the entire budget, with recommendations, to the Council and at the Budget Church Meeting. It shall make recommendations to the Council of Trustees, when appropriate, to buy, sell, mortgage, lease or transfer real property. The Finance & Administration Committee shall, each year, cause statements of the Church's assets, liabilities and fund balances, income and expense and cash flows (financial statements) to be reviewed. Such financial statements shall be reviewed, compiled, audited or otherwise passed upon by an accounting firm or an accountant, whether independent or not, or by an internal audit committee as the Trustees shall each year direct. The Finance & Administration Committee shall direct the stewardship campaigns of the Church and coordinate the communications and marketing functions of the Church. The Finance & Administration Committee shall consist of five (5) members, which shall be appointed from among the Members of the Church by the Council; *provided* that the Council may change the size of the Finance & Administration Committee from time to time so that at all times the Finance & Administration Committee shall consist of no less than five (5) nor more than twelve (12) members and any additional members of the Finance & Administration Committee shall be appointed by the Council from among the Members of the Church. The members of the Finance & Administration Committee shall include at least one (1) Council Member and, *ex officio* without vote, the Treasurer.

2. Ministry Committee. The Ministry Committee shall have as a primary responsibility the spiritual life and pastoral care of the Church. It shall be responsible for all aspects of corporate worship. In this regard, the Ministry Committee shall: oversee the functions of ushers; assist in the preparation and administration of the Sacraments; oversee and provide training for communion serving teams; provide liturgists for worship as needed; supply clergy for the pulpit in case of need, including any interim Minister; and work with the ministers to develop new forms for innovative and meaningful worship. It shall have as an immediate concern the pastoral needs of the congregation and shall minister to the needs of the poor, the sick, the sorrowing, the indifferent and the inactive within the membership of the Church; it shall consult with the Ministers as to their needs and concerns; it shall recruit and provide training and support for lay pastoral caregivers; and it shall work with the Programming Committee for programs of Bible study and growth in spiritual life. The Ministry Committee shall have as a primary responsibility, in consultation and collaboration with the Pastor and the minister of

music, the design and implementation of the Church's total music program within the policies and financial resources approved by the Church. It shall aid the Membership Committee in recruitment for all choirs. It may recommend to the Programming Committee sponsorship of programs of musical enrichment for Church and community. It shall give general support to the minister of music and choirs at special services and programs during the Church year. The Ministry Committee shall consist of five (5) members, which shall be appointed from among the Members of the Church by the Council; *provided* that the Council may change the size of the Ministry Committee from time to time so that at all times the Ministry Committee shall consist of no less than five (5) nor more than twelve (12) members and any additional members of the Ministry Committee shall be appointed by the Council from among the Members of the Church. The members of the Ministry Committee shall include at least one (1) Council Member.

3. Programming Committee. The main focus of the Programming Committee is to promote the Church's purpose of building a community where all are enriched through Christian love, service and spiritual renewal. The Programming Committee shall have as a primary responsibility the nurture of the Christian Faith and teachings to the children, youth, and adults of the Church. It shall, in cooperation with the Ministers, plan for and supervise programs of a Christian nature designed to prepare children for confirmation and Members for full participation in the life and work of the Church. The Programming Committee shall have as a primary responsibility the extension of the work of the Church beyond the Church membership. In carrying out this work, the Committee may maintain working relationships for the Church with the appropriate covenanted ministries of the United Church of Christ. The Programming Committee shall work with the Council and other Standing Committees to keep the Members, children, families and youth of the Church informed so that they may participate in mission and service projects. The Programming Committee may execute its responsibilities through one or more ministry teams which may include a Christian Love Ministry Team focused on connections, a Spiritual Renewal Ministry Team focused on spirituality and a Service Ministry Team focused on good works. The Ministry Committee shall consist of five (5) members, which shall be appointed from among the Members of the Church by the Council; *provided* that the Council may change the size of the Programming Committee from time to time so that at all times the Programming Committee shall consist of no less than five (5) nor more than twelve (12) members and any additional members of the Programming Committee shall be appointed by the Council from among the Members of the Church. The members of the Ministry Committee shall include at least three (3) Council Members.

4. Membership Committee. The Membership Committee shall have as a primary responsibility facilitating the participation by Members and other persons active in the Church in the programs and events of the various ministries overseen by the Programming Committee, the Council and the other Standing Committees. The Membership Committee shall work with the Ministers to plan and implement training events and opportunities for leadership development of both clergy and lay members of the congregation. It shall provide recommendations to the Council of Trustees for members of the Standing Committees and provide the Standing Committees with recommendations for their membership and ministry teams. The Membership Committee shall prepare a slate of Officers, Council Members, Delegation Chairs and members of the Personnel Practices Committee for election by the Members of the Church at a Church Meeting (the "Elected Officials"). It shall also prepare a slate as the need arises for any *ad hoc* committee to recommend to the Church the call of ordained ministers. The Membership Committee shall consist of three (3) members, which shall be appointed from among the Members of the Church by the Council; *provided* that the Council may change the size of the Membership Committee from time to time so that at all times the Membership Committee shall consist of no less than three (3) nor more than twelve (12) members and any additional members of the Membership

Committee shall be appointed by the Council from among the Members of the Church. The members of the Membership Committee shall include at least one (1) Council Member.

Other Committees. Other standing and special committees may be established as the Council of Trustees deems necessary.

The Council of Trustees shall assign responsibilities to each standing and special committee.

Committee Governance. The members of each Committee shall consist of the number of members mentioned above (the "Committee Members"), which shall be representative of the make-up of the Members of the Church, The Chair of each Standing Committee shall be appointed by the Council Members, but the Chair need not be a Council Member.

Each respective Committee's Committee Members shall serve for a term of three (3) years. Committee Members after having served two (2) successive terms of three (3) years on the same Committee, are ineligible for re-appointment to that Committee for one (1) year.

When there is a vacancy among a respective Committee's Committee Members, such vacancy shall be filled by the Council, on recommendation of the Membership Committee (or, in the case of a vacancy on the Membership Committee by the Council of Trustees).

A Committee Member who serves more than half of an unexpired three (3) years term will have been deemed to have served a full three (3) year term.

Each Committee shall establish various ministry teams, sub-committees or task forces to carry out the responsibilities of the respective Committee, subject in each case to supervision by such Committee.

It is the responsibility of the Chair of each Committee to determine the number of members needed to carry out fully and effectively the responsibilities of the Committee's teams, sub-committees and task forces.

The members of each ministry team, sub-committee or task force of a Committee shall be chosen by the Committee from among the Members of the Church and others who regularly attend or financially support the Church or its ministries. Members of each ministry team, sub-committee or task force should, where feasible, be representative of the Members of the Church as a whole. The Pastor, or the Pastor's designee, *ex officio* and without vote, may attend all Standing Committee meetings and meetings of any ministry team, sub-committee or task force, unless Council determines that such attendance may result in a conflict of interest or breach of confidentiality.

Each Standing Committee shall submit to the Council a report (written or electronic) of its planned activities for each church year. Each Standing Committee shall, annually, submit its committee structure and the structure of each ministry team, sub-committee or task force for which it is responsible to the Council of Trustees. Such reports shall be updated quarterly. The Finance & Administration Committee shall submit to Council a financial report (written or electronic) each month reflecting the financial activity and position of the Church and a comparison of actual results and the Church budget approved by the Church at the Budget Church Meeting.

Each Committee shall establish a schedule of meeting dates, at least quarterly, and may elect to meet at such other times as it, or its Chair, may determine. Notice of meetings shall be given at least twenty-four (24) hours previous to such meetings, either in person or electronically. A majority of the stated number of each Committee shall constitute a quorum for the respective Committee.

The Standing Committees of the Council shall be alert to the total needs and objectives of the Church and shall assume responsibility for that area of work herein specified. Within the specified area of its responsibility, each Standing Committee: (i) may initiate new policies and directions as well as propose changes in existing policies and directions for recommendation to the Council; (ii) shall implement the policies, procedures and directions approved by the Council; (iii) may have regular on-going responsibilities and decision making authority delegated to it by these By-Laws or by the Council; (iv) shall present to the Council, shortly after the Annual Church Meeting its program and emphasis for the year, and its committee structure; (v) shall present to the Finance & Administration Committee, when requested, a yearly budget requesting support of its area of work; and (vi) shall review its work periodically and report on its work to the Council and prepare a report of its programs and activities for the to the Annual Church Meeting and other Church Meetings.

Transition Term Limitations.

These By-Laws were amended at a Church Meeting and such amendments became effective as of January 1, 2019. In determining the term limits for the Officers, Trustees and members of Standing Committees for the initial Church year beginning at the first Annual Meeting on or after January 1, 2019, no years of prior service shall be taken into account in determining the eligibility for any nominee for such positions (*i.e.*, each of such nominees shall be deemed to have no years of prior service in their respective positions). The initial terms of the members of the Council of Trustees shall be evenly distributed; shall be one, two or three years and shall be as approved at the Annual Church Meeting at which such Trustees are elected.

ARTICLE VII - SPONSORED ORGANIZATIONS

General

Organizations within the Church, other than Standing Committees and other bodies elected by the members of the Church, shall have and adhere to a charter approved by the Council of Trustees after consultation with the Finance & Administration Committee. The charter shall state as to the Organization, its name, purpose, the classes of persons who may be its members, officers and controlling body, the manner of its acquiring and holding its funds, its proposed usage of Church property and facilities and such other information as the Council shall deem necessary or appropriate. The charter shall affirmatively require the Organization to comply with the stated policies and procedures of the Church and shall contain such other provisions as the Council shall deem in the best interests of the Church.

The Council shall not approve the charter of any Organization (i) the chief officers and the majority of the ruling body of which are not members of the Church, (ii) that uses the Church's employer identification number on an account not in the name of the Church, or (iii) the charter of which contains provisions that the Council deems not in the best interests of the Church. The charter of any Organization having access to the Church's funds shall provide that the Treasurer acting singly shall at all times have access to the Organization's funds and financial information. No Organization shall use the name of the Church or a confusingly similar name without the approval of the Council.

Each Organization in January of each year shall submit to the Council a summary report of its activities for the previous year, a general description of its proposed activities for the coming year and financial information in such form and certified as to accuracy as the Treasurer shall require.

Nursery School

A Nursery School may be operated as an Organization of the Church according to the provisions of this Article VII and, as such, the Council of Trustees shall oversee the school's operation. The Director of the Nursery School, in coordination with the Finance & Administration Committee, shall make appointments of staff, set salaries and tuition fees, and purchase equipment within the limits of the approved Church budget. The Nursery School Advisory Board and the Director of the Nursery School shall propose a balanced budget to the Finance & Administration Committee and the Council of Trustees for approval. In addition, the Director of the Nursery School shall propose to the Finance & Administration Committee and the Council of Trustees any significant variation to budgeted expenditures as they may arise.

ARTICLE VIII - FINANCES

Pledges and Offerings

Opportunity and encouragement shall be offered to all Members and friends of the Church to pledge financial support on an annual basis in accordance with the obligations imposed by the Covenant of the Church.

The Church shall also receive offerings at services of worship. Upon recommendation of any of the Standing Committees with the approval of the Council, there may be offerings for special projects. Church related organizations may contribute to the support of the Church under plans of their own choosing.

Budget and Controls

The Budget, as approved at the Budget Church Meeting by the Members of the Church, shall be the control for expenditures.

ARTICLE IX - AMENDMENTS

All proposals for amendments to the By-Laws shall be submitted in writing to the Council of Trustees at least three months prior to the Church Meeting at which any such proposal for amendment is to be considered.

These By-Laws shall automatically be amended to conform to any law which may hereafter be passed by the Congress of the United States or the Legislature of the State of New York and with the Religious Corporations Law of the State of New York, with which the provisions of these By-Laws may be in conflict. Notice of such necessary amendment(s) shall be given to the Church at its next meeting.

These By-Laws may be amended by a two-thirds (2/3) vote of the qualified voters present and voting at any regularly called Church Meeting. The notice of such meeting shall contain a statement to the effect that proposed amendments of these By-Laws will be submitted to the meeting. Copies of the proposed amendments to be acted upon shall be made available to the Members of the Church at the regular services of worship at which the notice above referred to is read.