

**STORRS CONGREGATIONAL CHURCH,
INC.:**

UNITED CHURCH OF CHRIST

TOWN OF MANSFIELD, CONNECTICUT

BYLAWS

Approved January 28, 2018

**THE BYLAWS OF THE
STORRS CONGREGATIONAL CHURCH, INCORPORATED:
UNITED CHURCH OF CHRIST**

Located in the Town of Mansfield, Connecticut

Effective January 28, 2018

ARTICLE I. NAME

1. The corporate name of this Church (founded in 1737 as the Second Ecclesiastical Society of North Mansfield) is the **Storrs Congregational Church, Incorporated: United Church of Christ**. Other names such as Storrs Congregational Church; Storrs Congregational Church UCC; Storrs Congregational Church, United Church of Christ; Storrs Congregational United Church of Christ; Storrs Congregational; and SCC, shall all be considered to refer to this Church.

ARTICLE II. COMPOSITION AND PURPOSE

2. **Composition:** This Church is the body of people who have become members and associate members through the process described in Article V of these Bylaws.
3. **Purpose:** The purpose of this Church shall be to bind together the followers of Jesus Christ for the worship of God and to make God's will dominant in their lives, individually and collectively, especially as that will is set forth in the life, teachings, death, and resurrection of Jesus Christ.

ARTICLE III. POLITY

4. **Divine Guidance:** This Church acknowledges Jesus Christ as its head, and finds in the Holy Scriptures, interpreted by the Divine Spirit through reason, faith, and conscience, its guidance in matters of faith and discipline.
5. **Governance:** The governance of this Church is vested in its members, who exercise the right of control in all its affairs, subject in legal matters to the articles of incorporation granted by the Secretary of the State of Connecticut.
6. **Affiliation:** While this Church is answerable to no ecclesiastical judicatory, it is a member of the United Church of Christ, accepting the obligations of mutual counsel, comity, and cooperation implied by that membership, and pledging itself to share in the common aims and work of that body.

ARTICLE IV. DOCTRINE

7. **Authority:** This Church recognizes the Bible as the sufficient rule of faith and practice, and holds that living in accordance with the teachings and spirit of Jesus Christ is the true test of fellowship. Each member shall have the undisturbed right to follow the Word of God according to the dictates of conscience, under the enlightenment of the Holy Spirit. The following statement of faith, therefore, is not a test but an expression of the spirit in which the Church interprets the Word of God.
8. **Statement of Faith:** As a member of the United Church of Christ, this Church looks to the *Statement of Faith of the United Church of Christ* as an expression of the spirit in which it interprets the scriptures and the historic faith of the church, a testimony to the faith around which it gathers:

*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 his 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.

9. **Covenant:** The members of this Church have covenanted together with one another and with God as follows, as an expression of how we live in community and communion with one another and all creation:

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

10. **Open and Affirming Statement:** This Church declares itself to be an Open and Affirming Church. In declaring our openness, we reaffirm the principles of our Church Covenant: proclaiming the gospel to all people, exalting the worship of the one true God, promoting justice and peace, and working toward the fellowship of all God's people.

Believing that each of us is unique and blessed with special talents from God, each a creation of God's love, alike and yet different, we open our doors and our ministry to all. We accept into full participation in the life of this Church: people of any age, economic status, gender, marital status, race, sexual orientation, and physical, emotional and mental capability. Guided by God's unconditional love, we will actively seek to discover and minister to the physical and spiritual needs of each individual, providing services and funding as we are able.

By declaring itself to be an Open and Affirming Church, this Church recognizes that, as a Church family, we are bound together in covenant and Christian love. As a community, we will work to put aside all prejudices and to affirm and promote the worth and dignity of each person.

ARTICLE V. MEMBERSHIP

11. **Members.** Persons who are not members of any Christian church may become members of this Church by confession of faith. Members of any other Christian church may become members of this Church by letter of transfer or by reaffirmation of faith.
12. **Associate Members.** Students or other persons who participate in the activities of this Church, and who, because of the temporary nature of their expected residence in the community, wish to retain membership in other Christian churches, may become associate members. They shall have the same rights and responsibilities as members. Other persons may also receive this status under exceptional circumstances, on approval of the Governing Board.

13. **Admission of Members and Associate Members.** After undergoing an orientation process defined by the minister(s), a person shall become a member or associate member by joining with the congregation in reading the Covenant (found in Article IV, Section 9) at a scheduled Church service. In an unusual circumstance, such as prolonged illness, a person who is unable to appear at a Church service may be admitted to membership *in absentia*.
14. **Responsibilities of Membership.** Members and Associate Members are expected, to the best of their ability, to attend the regular services of worship, to contribute financially to the support of the Church and its benevolences, to participate in its life and work, and to manifest their faith in their daily living.
15. **Non-Members.** Persons who wish to participate in this Church without becoming members are eligible to serve in all roles not limited by these Bylaws and may be non-voting participants in Congregational meetings.
16. **Termination of Membership.** A member of this Church may terminate membership upon sending a written resignation to the Governing Board. Any member desiring to leave this Church and join another may request a letter of transfer from the Governing Board. The membership of associate members shall automatically terminate upon their leaving the community, and they shall not be issued letters of transfer. Members who have not attended worship in this church, have not participated in its activities, and have not contributed financially to this Church for three successive years may have their membership terminated by action of the Governing Board, provided that a reasonable effort has been made to communicate with any such members prior to their termination.
17. **Restoration of Membership.** Any person whose membership has been terminated and who desires to return to membership may be reinstated upon the member's written request.
18. **Membership Roll.** The Church shall maintain an official membership roll of all current and past members and associate members including dates of admission with status, birth, baptism, confirmation, marriage, children, termination and death.
19. **Review of Membership Roll.** The Governing Board or its designee(s) shall annually review the Membership Roll to identify members who have not attended worship in this Church, have not participated in its activities, and have not contributed financially to this Church in the past year.

ARTICLE VI. GOVERNANCE

20. **Congregational Authority and Responsibility.** The legislative and administrative power of this Church is vested in the membership of this Church, assembled in congregational meeting. Only the membership of this Church, gathered in a duly called meeting of the congregation, may:
 - Elect or recall members of the Governing Board, Leadership Discernment Committee, and other officers of the Church.
 - Elect a Ministerial Search Committee.
 - Extend a call or contract to a candidate to fill a called or contracted minister position.
 - Request the resignation of a minister.
 - Approve buying, selling, mortgaging, leasing, or transferring real property.
 - Amend or revise the Bylaws.
 - Vote to dissolve the Church.
 - Approve the annual operating budget.
 - Approve a revised budget (See Article VII, Section 26f).
 - Approve action on end-of-year operating fund deficit (See Article VII, Section 26f).
 - Approve action on end-of-year operating fund surplus (See Article VII, Section 26f).
 - Approve application of bequests as recommended by the Governing Board (See Article XII, Section 63b)
 - Approve capital campaigns.
 - Approve expenditures from off-budget accounts in excess of \$10,000.
 - Approve annual distribution of income exceeding \$10,000 from endowments.
 - Act on matters brought before the congregation in duly called meetings.
 - Adopt statements of mission or purpose.
 All other matters are delegated to the Governing Board.
21. **Governing Board.** The Governing board shall oversee the overall work of the Church. It shall consist of eleven persons elected by the Congregation as specified in Article VII, as well as the minister(s), *ex officio* (without vote).

22. **Officers.** The officers of the Church shall be the Governing Board Chair/Moderator and Vice Chair/Vice-Moderator, the Treasurer, the Collector and Assistant Collector, the Clerk, and the Historian. All officers must be members or associate members of the Church. If an officer wishes to resign, the officer should send a written notice to the Governing Board Chair. Responsibilities and duties of the officers are specified in Article VIII.
23. **Leadership Discernment Committee.** The Leadership Discernment Committee shall consist of five members as follows: i) three members elected for three-year terms in classes of one per year, not eligible for re-election until one year has elapsed, ii) the immediate past Chair of the Governing Board who will serve as chair, and iii) the current Vice-Chair of the Governing Board. Members of this committee must be members or associate members of the Church. If the immediate past Chair is not available to serve, the Governing Board will appoint a replacement, not currently serving on the Governing Board. If the Vice Chair is not available to serve, the Governing Board will appoint a replacement currently serving on the Governing Board assuring that the Governing Board is represented on the Leadership Discernment Committee. The Leadership Discernment Committee shall prepare a slate of nominees for all elective offices to be filled at the Annual Business Meeting. The slate shall be published at least eight days before said meeting. The Committee may nominate up to two persons annually to be named Deacons. The Committee in consultation with the ministers shall also recommend to the Governing Board members to serve as Area of Ministry Coordinators. The Committee shall present nominees to the Governing Board to fill vacancies in elective offices, which occur during the year. A quorum shall consist of three members.

ARTICLE VII. GOVERNING BOARD

24. **Membership and Election.**

- a) The Governing Board shall consist of eleven persons: nine members elected to three year terms in classes of three per year; one University of Connecticut student member, either undergraduate or graduate, elected for a one-year term; and one high school or college student member elected for a one-year term. Members serving three-year terms may be re-elected after one year has elapsed since last membership; student members may serve up to three consecutive one-year terms. All Governing Board members must be members or associate members of the church.
- b) If a member wishes to resign, the member should send written notice to the Governing Board Chair. Vacancies on the Governing Board shall be filled until the next election by the Governing Board upon recommendation of the Leadership Discernment Committee.

25. **Organization.**

- a) At its first meeting after the Annual Business Meeting, the Governing Board will choose its Chair and Vice-Chair. Normally, the Vice-Chair will be in his/her second year on the Governing Board, the Chair will be in his/her third year, having served as Vice-Chair the preceding year. The Chair and Vice-Chair will also serve as Moderator and Vice-Moderator, respectively, of congregational meetings.
- b) The outgoing Governing Board Chair shall determine a time and place for the first meeting of the new Governing Board and shall moderate until a new chair is selected. The time and place of subsequent meetings will be determined by the new Board.
- c) A quorum of the Governing Board shall consist of six members.
- d) Meetings shall be guided by *Robert's Rules of Order*. Actions of the Board will be taken by formal vote.
- e) **Board Committees.** The Governing Board may appoint committees to assist it in its work.

26. **Responsibilities.**

- a) **Policy and Management.** The Governing Board shall oversee the overall work of the Church. It shall act for the Church in routine matters between meetings of the Church and report its actions to the Church at the Annual Business Meeting. The Governing Board shall act for the Church in all matters not specifically reserved to the Church including but not limited to governance, strategy, plans, oversight and management. The Board shall manage the Church through adopted policy, delegating the spiritual, programmatic and administrative work of the Church to the Senior Minister and his/her staff. It shall develop and publish policies that guide conduct of its responsibilities in the areas of governance, personnel, finance and properties.
- b) **Personnel.** The Governing Board shall appoint, provide general guidance to, and remove all members of the Church staff, including volunteer financial staff, except as provided for in Article IX. The Governing Board shall deal with all matters concerning the ministerial and non-ministerial staff, performance reviews/evaluations, and annual salary, benefits and expense recommendations.

- c) **Ad Hoc Committees.** The Governing Board may appoint and charge *ad hoc* committees formed for specific purposes with specific timeframes. All such committees shall continue until completion of their responsibilities unless discharged by the Governing Board.
- d) **Vacancies in Offices.** When a vacancy occurs in an elective office other than on the Governing Board, the Leadership Discernment Committee shall recommend one or more names from which the Governing Board shall select a replacement who will serve to complete the original term of office. The Governing Board may, after exhausting all reasonable initiatives in enlisting the active service of one serving in an elective office, determine that a vacancy exists. Such a vacancy shall be filled by the same procedures already described.
- e) **Property.** Under the direction of the Church, the Governing Board shall hold in trust all property, both real and personal. It shall have no power to buy, sell, mortgage, lease, or transfer real property without a special vote of the Church. It shall be responsible for the overall safety, maintenance, repair and improvement of all church properties and the buildings thereon.
- f) **Finance.** The Governing Board, as the chief fiduciary body on behalf of the Church, shall have ultimate oversight of and responsibility for the financial administration of the church, except as limited by authority explicitly reserved to itself by the Church. This oversight and responsibility shall include:
- Receiving the advice of the Treasurer on financial matters.
 - Developing and implementing policy governing financial management for the Church including investments and the disposition of memorial and special gifts and bequests.
 - Authorizing expenditures from non-operating funds not to exceed \$10,000, and recommending to the Church the authorization of expenditures from non-operating funds exceeding this amount.
 - Authorizing distribution of income not to exceed \$10,000 from endowment funds, and recommending to the Church distribution of income exceeding this amount from endowment funds.
 - Ongoing monitoring and management of the church's financial assets and operating budget, ensuring compliance with standards of faithful Christian stewardship and ethics, fiscal responsibility, applicable financial laws, transparency, and generally accepted accounting practices.
 - Developing the annual budget to be recommended to the Church for approval.
 - Managing the annual budget after adoption by:
 - Modifying the current year budget to reflect changes in financial realities or operational priorities, including re-allocations among budgeted expenses, and adjustments to the total expense authorization not exceeding 2% in total.
 - Proposing a recommended revised budget to the Church for approval if changes in financial realities or operational priorities necessitate adjustment of the total expense authorization in excess of 2%.
 - Appropriating funds from the Operating Reserve to cover any end-of-year operating fund deficit not exceeding the lesser of: 2% of the total authorized expenses for said budget year, the current Operating Reserve balance, or the amount the Governing Board is authorized to expend from non-operating funds; and preparing a recommended action to submit to the Church to address any end-of-year operating fund deficit in excess of the same.
 - Authorizing the disposition of any end-of-year operating fund surplus of less than 2% of the total expense authorization; and preparing a recommended disposition to submit to the Church to address any end-of-year operating fund surplus in excess of this amount.

ARTICLE VIII. OFFICERS AND DELEGATES

27. **Governing Board Chair/Moderator.** The Governing Board Chair shall be the chief elected officer of the Church. The duties of the Chair shall include convening and chairing Governing Board meetings; overseeing and coordinating the work of the Church between Governing Board meetings in cooperation with the Senior Minister and other staff members; moderating congregational meetings and being principal signatory on legal instruments of the Church. In the absence of the Clerk, the Chair shall issue the call for meetings of the Church.
28. **Vice Chair/Vice-Moderator.** The Governing Board Vice Chair shall assist the Chair and serve in the absence of the Chair.
29. **Treasurer, Bookkeeper, and Assistant Treasurer(s).**
- a) **Duties.** The Treasurer shall be responsible for general financial oversight including keeping accounts of all Church fund receipts, disbursements, and balances; paying bills and salaries; managing all non-operating funds and investments; supplying monthly comprehensive financial reports to the Governing Board and monthly

reports to the various committees, ministry teams and activities showing the current position of their operating and non-operating budgets, and an annual financial report on all Church funds to the Annual Business Meeting.

- b) **Bookkeeper.** The Treasurer may delegate, to a bookkeeper, activities such as preparation and posting of financial transactions, maintaining files, reconciling bank statements and preparation of reports. The bookkeeper shall not have signatory authority.
 - c) **Assistant Treasurer(s).** The Governing Board may appoint Assistant Treasurer(s) to assist the Treasurer with carrying out the duties of the Treasurer. Assistant Treasurer(s) shall be reappointed annually and may, with Governing Board approval, have signatory authority.
 - d) **Term.** The Treasurer shall serve a two-year term and may serve consecutive terms.
30. **Collector and Assistant Collector.** The Collector shall be responsible for the collection and deposit of all offerings and other receipts and the keeping of records of all contributions. The Assistant Collector reports to the Collector and may perform all the functions of the Collector. The Collector and Assistant Collector shall each be elected by the Church to a two-year term and may serve consecutive terms. The Collector shall recommend to the Governing Board the appointment of counters to assist the Collector or Assistant Collector in the counting and reconciliation of receipts.
31. **Clerk.** The Clerk shall act as Secretary to the Governing Board and the Church. Responsibilities of the Clerk shall include keeping a faithful record of the proceedings of the meetings of the Church and of the Governing Board; ensuring that the Governing Board minutes are publically posted within ten days following each meeting; ensuring that accurate records of baptisms and marriages are kept; issuing the call for meetings of the Church; conducting correspondence; and performing such other duties as usually pertain to the office of clerk of an assembly. The Clerk shall be elected by the Church to a two-year term and may serve consecutive terms.
32. **Historian.** The Historian shall keep a faithful record of important events in the life of the Church and maintain a file of all Church, Governing Board, committee and ministry team meeting minutes, annual reports, annual budgets, and other publications of the Church. The Historian shall be elected by the Church to a two-year term and may serve consecutive terms.
33. **Delegates.**
- a) The Storrs Congregational Church sends delegates to the Conference and Association settings of the United Church of Christ of which it is a member, namely the Connecticut Conference or its successor and the Windham Association or its successor.
 - b) **Membership and Election.** The number of delegates to wider church settings shall be the number to which the Storrs Congregational Church is entitled. There shall additionally be two alternates either of which may serve if one of the delegates is unable to attend a meeting. Delegates are appointed by the Governing Board, shall serve for two years and may be reappointed once. If a delegate wishes to resign, the delegate should send a written notice to the Governing Board Chair. Vacancies shall be filled by the Governing Board.
 - c) **Duties.** Delegates are responsible for attending meetings at which they represent the Church, engaging the Church in discernment around major items coming before that meeting, voting on proposals in accordance with the expressed wishes of the congregation, reporting back to the Governing Board and the congregation, and submitting an annual report to the Annual Business Meeting.

ARTICLE IX. MINISTERS

34. **Ministers.** The Church shall call a Senior Minister and may at its discretion call or contract with other ministers.
35. **Ministerial Search Committee.** When a vacancy occurs on the ministerial staff, the Church shall elect a Ministerial Search Committee of no fewer than nine and no more than twelve individuals to seek a replacement. The Governing Board shall invite, through multiple avenues and by a published date, certain nominations from the membership at large. From among these nominations and its own deliberations, the Governing Board shall prepare a slate of no fewer than nine and no more than twelve individuals who represent a broad cross section of the Church, all of whom are members or associate members. Members of the Governing Board shall be among those eligible for nomination to the search committee. After determining the nominees' willingness to serve, the Governing Board shall call a meeting of the Church to present the slate of nominees for approval. The names of the nominees shall appear in the call to the meeting. Should the congregation at said meeting reject the slate, the Governing Board shall solicit input and reform the slate for presentation to a subsequent meeting of the congregation.

The Ministerial Search Committee shall choose its own presiding officer and adopt its own rules of operation. The Search Committee shall be responsible to and periodically report to the Governing Board, which in turn recognizes the need for the committee to maintain the confidentiality of both the candidate(s) and the committee. The duties and powers of the Search Committee may be terminated at the discretion of the Church. In the event that a committee member is no longer able to continue active participation on the committee, the Governing Board may choose to appoint a new member to fill the vacancy created with consideration given to people previously nominated.

When the Search Committee has selected a candidate for the position under search, it shall introduce the candidate to the congregation and at a special meeting propose that the candidate be called or contracted with to serve the Church. A two-thirds favorable vote by secret ballot of the members/associate members present at the meeting shall be necessary to call or contract with the candidate.

36. **Interim Minister.** When there is a need to appoint an interim Senior Minister or other minister, the Governing Board shall appoint a search committee drawn from its own members and additional members, as deemed appropriate. When the Interim Minister Search Committee has selected a candidate for the position under search, it shall introduce the candidate to the Governing Board, which is authorized to confirm the candidate's call or contract by a two-thirds vote of those Governing Board members present.
37. **Installation; Membership.** A minister, having accepted the call, shall seek membership in this Church and standing in the Windham Association of the Connecticut Conference of the United Church of Christ or its successor. All other ministers shall hold membership in a UCC congregation and current standing within an Association or valid standing in their denomination. The Church shall invite the Association to hold a service of installation for any called minister.
38. **Responsibilities.** The Senior Minister shall serve as the head-of-staff and shall be charged with the spiritual welfare of the Church. The Senior Minister shall preach the gospel; administer the sacraments; oversee all services of public worship; administer the activities of the Church under the oversight of the Governing Board; administer the day-to-day activities of the staff; call to order all meetings of the Church; and serve as an *ex officio* member, without vote, of the Governing Board and of all committees and ministry teams.
39. **Other Minister(s).** Upon recommendation of the Governing Board, the Church may authorize one or more positions for other ministers by a two-thirds vote of those present and voting at a meeting in which this item appears in the call. Other ministers shall be called or contracted with in accordance with the provisions of Article IX, Section 35. Each such minister shall stand in the same pastoral relation to the Church as the Senior Minister, but the Senior Minister, with the advice of the Governing Board and in consultation with the other minister(s), shall be responsible for determining the division of their duties, and for giving such counsel and guidance as the Senior Minister may deem appropriate. Other ministers shall be *ex officio* members, without vote, of the Governing Board and of all committees and ministry teams.
40. **Termination.** Any minister who wishes to resign shall give 60 days written notice. The Church may request the resignation of a minister at any time by a two-thirds vote of the members and associate members present at a meeting called for that purpose, with the expectation that the resignation will be effective within 90 days. In the case of loss of ministerial standing on the part of a minister, termination will be effective immediately.

ARTICLE X. MINISTRY

41. **Ministry.** The ministries of the church comprise the ongoing work in support of the vision and mission of the Church. The ministries of the church are performed by staff, lay volunteers, and ministry teams operating in accordance with the policies of the Governing Board and under the guidance of the minister(s).
42. **Oversight and Administration.** The ministries of the Church are overseen and evaluated by the Governing Board. Ministry leadership functions are overseen and guided by the minister(s).
43. **Organization.** The ministries of the Church are organized into Areas of Ministry including leadership functions and ministry teams. Areas of Ministry are defined and refined by the Governing Board under the advice of the Senior Minister, who shall solicit the participation and help of the Congregation in this process. Each Area of Ministry shall have one or more Coordinators appointed by the Governing Board. The Leadership Discernment Committee shall recommend Coordinators to the Governing Board; the Governing Board shall review the recommendations and appoint the Coordinators. The Governing Board shall annually review responsibilities and terms of the Coordinators.
44. **Diaconate.** The Diaconate comprises all full-term active Deacons elected under past Bylaws and those named under these Bylaws. Members of the Diaconate assist the ministers in spiritual leadership, pastoral care,

preparation and service of the Lord's Supper, and conduct of worship. Deacons are recommended to the congregation by the Leadership Discernment Committee by reason of their spiritual maturity and are formally named at the Annual Business Meeting. Up to two persons from among the membership may be nominated annually. Once named a Deacon, the deacon retains that designation until his/her membership ceases or upon written request to the Governing Board.

ARTICLE XI. CONGREGATIONAL MEETINGS

45. **Regular Meetings.** Two regular meetings shall be held each year, the Annual Business Meeting and the Annual Budget Meeting. The time and place of these meetings are specified below.
46. **Annual Business Meeting.** The Annual Business Meeting of the Church shall be held on the last Sunday in January to receive yearly reports of the minister(s), other members of the staff, officers, ministry leaders and special committees; to receive the Treasurer's financial report; to fill elective offices; to transact business; and to discuss plans for the ensuing year. In the event that the scheduled meeting must be postponed due to weather or other emergency circumstance, it shall be held on the following Sunday. Annual reports shall be available on the Sunday before the Annual Business Meeting.
47. **Annual Budget Meeting.** The Annual Budget Meeting of the Church shall be held on the first Sunday after December 1, to receive the budget recommendations of the Governing Board, to adopt an operating budget, and to act on proposed expenditures from the Major Projects Reserve Fund and other funds as appropriate for the coming year. In the event that the scheduled meeting must be postponed due to weather or other emergency circumstance, it shall be held on the following Sunday.
48. **Special Meetings.** Special meetings of the Church may be called by the Senior Minister, the Governing Board, or upon petition to the Clerk by ten members and/or associate members of the Church. The call for a special meeting shall indicate the purpose(s) of the meeting, and no other business shall be in order.
49. **Notice of Meetings.** Notice of annual and special meetings shall be published at least seven days before the meeting by reading the call at the Sunday morning service, by printing it in the Church Sunday bulletin, and distribution through all-church email.
50. **Quorum.** A quorum of any meeting of the Church shall be the lesser of thirty (30) or 15% of the formal membership of the church, counting members and associate members in attendance.
51. **Voting.** All members and associate members shall be entitled to vote on all questions in meetings of the Church. A simple majority of those voting shall be sufficient for the passage of business, except as follows. A two-thirds vote of those present and voting at a duly called meeting shall be required to: **a)** call or contracting with a minister; **b)** authorize the Governing Board to buy, sell, lease, mortgage or transfer property; **c)** expend the principal of the endowment funds as provided in Article XII, Section 59c; **d)** amend these Bylaws; or **e)** dissolve the Church as specified in Article XIII, Section 64.
52. **Conduct of Meetings.** Meetings of the Church shall be conducted in accordance with the current edition of *Robert's Rules of Order, Newly Revised*, except when it is inconsistent with these Bylaws or any special rules of order the Congregation may adopt.

ARTICLE XII. INSTITUTIONAL FUNDS

53. **Institutional Funds.** In addition to the General Fund used for regular operations of the Church, the Church shall maintain such other institutional funds as is deemed prudent and beneficial for the support of the purposes of the Church and its ministries. Such funds may include endowment funds and reserve funds.
54. **Regulations.** The Church's management of all institutional funds shall be governed by applicable law, namely the "Uniform Prudent Management of Institutional Funds Act" (UPMIFA), Connecticut General Statutes Chapter 802c, Section 45a-535 – 535i subject to any revisions thereof.
55. **Endowment Funds.** Endowment funds hold donor-restricted assets intended to generate sufficient gains through investment to be able to make ongoing distributions from the fund to support the operations of the Church, or of specific programs of the Church, while at the same time preserving the purchasing power of the fund in perpetuity.
56. **Source of Endowment Funds.** An endowment fund is created or added to:
 - a. Through receipt of funds designated by the donor to be held as a permanent fund, through the use of terms in a gift instrument designating a gift as an endowment or permanent fund, or a direction or authorization

- in the gift instrument to use only “income”, “interest”, “dividends”, or “rents, issues, or profits”, or “to preserve the principal intact”, or words of similar import (UPMIFA Sec. 45a -535c-c); or
- b. Through receipt of funds given by bequest and not otherwise directed by the donor as to use, this provision constituting a *de facto* part of the records comprising the gift instrument of said funds (UPMIFA Sec. 45a-535a-3, “a record or records, including an institutional solicitation”); or
 - c. Through receipt of memorial and other gifts not restricted as to use upon action of the Governing Board.
57. **Investment and management of Endowment Funds.** Absent other restrictions specified by the donor in the gift instrument, endowment funds shall be invested in accordance with total return investing methods and may be comingled for investment purposes. The investment and management of endowment funds may be further governed by policies adopted by the Governing Board.
58. **Endowment Fund Accounting.** Each endowment fund shall consist of two accounts, a “principal” account and an “earnings” account. Bequests, gifts and the like shall be applied to the “principal” account. Investment gains and losses and distributions shall be applied to the “earnings” account. The total fund value shall be the sum of the “principal” and “earnings” accounts. Whenever the “earnings” account is in a deficit position, the Governing Board will determine if corrective action is necessary.
59. **Expenditure from Endowment Funds.** The Governing Board shall at least annually determine the amount from each endowment fund to be considered the income of the fund available for appropriation for expenditure.
- a. **Calculation of expendable income.** In accordance with total return investment philosophy, unless otherwise limited by the donor, expendable income from an endowment fund shall be determined as a proportion of the total fund value, subject to the standard of prudence required by law and any further guidance or limitation that may be established by Governing Board policy.
 - b. **Methods of expenditure.** Except as elsewhere specified in these Bylaws, expenditure from an endowment fund may happen through:
 - i. Direct expenditure authorized by the Governing Board for expenses adhering to the purpose(s) of the fund, subject to limitations elsewhere stated on the Governing Board’s authority to authorize expenses from non-operating funds.
 - ii. Transfer authorized by the Governing Board to reserve fund(s) adhering to the purpose(s) of the fund, subject to limitations elsewhere stated on the Governing Board’s authority to authorize expenses from non-operating funds.
 - iii. Where applicable, inclusion of expendable income from the fund(s) as budgeted revenue in the annual operating budget of the Church. The Church’s adoption of an operating budget showing such appropriation(s) from endowment fund(s) as revenue shall constitute sufficient authorization of the appropriation(s) in any amount.
 - c. **Limitation against imprudence.** Appropriation for expenditure in any one year of greater than seven percent (7%) of the total fund value of any endowment fund shall require a two-thirds favorable vote of those present and voting at a duly-called meeting of the Church in which such suggested action is named in the call-to-meeting.
60. **SCC General Endowment Fund.** Among the Endowment Funds maintained by the Church shall be the SCC General Endowment Fund. The SCC General Endowment Fund shall hold donor assets not designated as to use or allocation of income.
- a. **Use of income from the SCC General Endowment Fund.** The use of the expendable income from the SCC General Endowment Fund shall be approved by the Church upon recommendation by the Governing Board. Not less than 50% of the expendable income in a given year shall be transferred to the Major Projects Special Fund; no more than 25% may be applied as revenue to the operating budget.
61. **Other Endowment Funds.** The Church may maintain other Endowment Funds to hold donor assets considered to be permanent funds, the use or allocation of income from which is restricted to designated programs or purposes.
62. **Reserve Funds.** The Church may maintain such special-purpose reserve funds as is deemed prudent and beneficial for the support of the purposes of the Church and its ministries. Such reserve funds may contain both unrestricted assets and fully expendable donor assets.
- a. **Establishment of Reserve Funds.** The Governing Board may establish Reserve Funds resulting from bequests, gifts, trust distributions, written agreements and the like whose purpose is defined and whose permanence is not required. The Governing Board may also establish and maintain incidental off-budget accounts whose use is determined by the church program designated. Among the Reserve Funds maintained by the Church shall be the Major Projects Reserve Fund and the Housing Fund.

- b. **Authorization for expenditure from Reserve Funds.** The Governing Board, or its designee(s), may authorize the use of assets from Reserve Funds, subject to limitations elsewhere stated on the Governing Board's authority to authorize expenses from non-operating funds.
 - c. **Major Projects Reserve Fund.** The assets in the Major Projects Reserve Fund may be appropriated for the planning or completing of a major project involving purchase of equipment, new construction or periodic maintenance, such as painting or roofing.
 - d. **Housing Fund.** The Housing Fund serves as a reserve in case the Church agrees to provide a parsonage for use by the minister(s). Income from the Housing Fund may be used at the discretion of the Church. It shall be a management objective to increase the total value of the fund, on average, at a rate equal to or exceeding the rate of inflation.
63. **Gift receipt.** Gifts of an enduring nature may be given to the Church directly or as bequests, in such forms as wills, charitable remainder trusts, life income agreements, assignment of life insurance, transfers of property (cash, stocks, bonds, real estate, personal property), memorial gifts, or through other governing documents.
- a. **Right of refusal.** The Governing Board shall have the ultimate responsibility for the acceptance or rejection of all gifts. The Governing Board, acting on the Church's behalf, reserves the right to decline gifts which are unwieldy to manage or not in keeping with the mission of the Church.
 - b. **Undesignated bequests.** Unrestricted gifts received as bequests shall be considered donor-restricted assets intended to be held as permanent funds, this provision constituting a *de facto* part of the records comprising the gift instrument of said funds (UPMIFA Sec. 45a-535a-3, "a record or records, including an institutional solicitation"). At the time of notification, for amounts over \$10,000 the Governing Board at a duly called meeting of the Church shall recommend application of the gift to a particular endowment or endowments. For amounts under \$10,000 the Governing Board shall make a determination as to the fund such a gift is to be added, with only endowment funds being eligible. If the Governing Board does not make a recommendation or determination within 60 days of notification of such a gift, it shall be added to the SCC General Endowment Fund.

ARTICLE XIII. DISSOLUTION OF THE CHURCH

64. **Dissolution.** The Church and its property shall be forever devoted to religious purposes. In the event of the dissolution of the Church, its property shall become vested in, and its functions as trustee, if any, administered by the Missionary Society of Connecticut or its successor, or in the event this is impossible, by such Church or other organization which is organized and operated exclusively for religious or charitable purposes which the membership of the Church shall designate at a meeting called before the said dissolution, or, in the absence of such determination, as the Superior Court of the County of Tolland shall determine.

ARTICLE XIV. AMENDMENTS

65. **Amendments.** These Bylaws may be amended by a two-thirds vote of the members present and voting at any meeting of the Church called in accordance with Article XI provided the text of the proposed amendment shall have been published in the call.