

# **Bylaws of Trinitarian Congregational Parish of Castine**

Incorporated by a Private and Special Act of the State of Maine Legislature

Approved 21 March 1905

## **Article I. The Name of the Congregation**

The name of this corporation, referred to herein as the congregation, shall be the Trinitarian Congregational Parish of Castine.

## **Article II. Purpose and Statement of Faith**

### **Section A. Purpose**

The purpose of this congregation is to bind together followers of Jesus Christ in the public worship of God, and to make the will of God dominant in the lives of people, as that will is set forth in the life, teachings, death and resurrection of Jesus Christ.

### **Section B. Statement of Faith**

This congregation acknowledges Jesus Christ as its head and finds its spiritual guidance in God's will and way, as they are revealed to us in the Bible, the natural universe, human history and Jesus Christ. This Church recognizes the Bible as the foundation of faith and practice in accordance with the teachings of Jesus Christ. Members have the undisturbed right to follow the way of truth according to the dictates of their own conscience and by the light of the Holy Spirit. No statement of faith shall be used by this congregation as a test, but only as an expression of the spirit in which we approach God's truth.

## **Article III. UCC Affiliation**

This congregation is a member of the United Church of Christ (also referred to herein as the UCC). Article V Section 18 of the UCC Constitution and UCC Bylaws defines the relationship of the UCC to the local church and its individual members as follows:

"The autonomy of the Local Church is inherent and modifiable only by its own action. Nothing in this Constitution and the Bylaws of the United Church of Christ shall destroy or limit the right of each Local Church to continue to operate in the way customary to it; nor shall be construed as giving to the General Synod, or to any Conference or Association now, or at any future time, the power to abridge or impair the autonomy of any Local Church in the management of its own affairs, which affairs include, but are not limited to, the right to retain or secure its own charter and name; to adopt its own constitution and bylaws; to formulate its own covenants and confessions of faith; to admit members in its own way and to provide for their discipline or dismissal; to call or dismiss its pastor or pastors by such procedure as it shall determine; to acquire, own, manage and dispose of property and funds; to control its own benevolences; and to withdraw by its own decision from the United Church of Christ at any time without forfeiture of ownership or control of any real or personal property owned by it."

This congregation shall not be bound by actions, decisions and/or advice emanating from the General Synod, a Conference or an Association, and most particularly as such actions, decisions and/or advice may be contrary to and not in conformity with the principle favoring separation of church and state.

## Article IV. The Congregation

### Section A. ~~Definition~~ **Members of the Congregation**

**Members** and Associate **Members**, collectively referred to as **Members**, of the congregation are persons who have been received into full or associate membership by the congregation at a worship service conducted for this purpose. **All Members shall have the same rights and privileges.**

### ~~Section B.~~ **1. Membership**

~~A Membership in this congregation shall be open to~~ **is** any person who has been baptized, and has been confirmed or has made a public confession of faith or reaffirmation of faith, or comes by letter of transfer from another church.

### ~~Section C.~~ **2. Associate Membership**

An Associate **Member** is any person who has been baptized, and has been confirmed or has made a public confession of faith or reaffirmation of faith, but who continues to hold membership in another church and/or to hold to another denominational preference. ~~Associate Members shall have the same rights and privileges as Members.~~

### ~~Section E~~ **(B). Commitment**

~~Members and Associate~~ **Members** pledge themselves:

1. To attend worship services regularly as conditions permit;
2. To observe the Church's sacraments;
3. To strive to live a Christian life;
4. To share in the life and work of the congregation;
5. To contribute to the congregation's support and benevolence;
6. To contribute to the well being of the congregation and the community generally.

### ~~Section H~~ **(C). Periodic Membership Review**

The membership list of the congregation shall be reviewed **at least once every three years** and updated periodically by the Church Council. ~~Members who have neither contributed to the support of the church nor attended services for more than a year may be removed to inactive status, upon approval by the Church Council. A reasonable attempt to reach such persons must be made.~~

### ~~Section F~~ **(D). Voting**

~~Members, including Associate,~~ shall have the right to vote in all meetings of the congregation, and in all meetings of other boards, committees and organizations of the congregation ~~in~~ **on** which they are serving as elected or appointed members.

### ~~Section G~~ **(E). Termination**

Voluntary termination of membership shall be by written notice to the Administration Chair of the congregation. Membership may be terminated by voluntary withdrawal or by a two-thirds **(2/3)** majority vote of the congregation **Members**.

## Section D (F). Friends

Friends of the congregation are persons who provide one or more forms of support of and for the congregation's mission, but who, for personal or other affiliation reasons, choose not to become **Members** or ~~Associate Members~~. The congregation welcomes the participation of friends in activities under its auspices, including its worship services and committee activities. **Friends shall have the right to vote in all committees of the congregation on which they are serving as elected or appointed members.**

## Article V. Meetings of ~~Members~~ **the Congregation**

### Section A. Worship Services

Public worship shall be held regularly on Sunday mornings and at such other times as may be designated by the Board of Deacons and the Church Council.

### Section B. Annual Meeting of the Congregation

#### 1. Date, Time and Place

The Annual Meeting of the congregation shall be held on the third Sunday of August at a time and place determined by the Church Council.

#### 2. Notices

Notices of the Annual Meeting of the congregation shall be given by electronic media and by posting at the place of worship and in a public place, printed in the Sunday bulletin and announced from the pulpit for two consecutive Sundays immediately prior to the date of the Annual Meeting.

Notices shall include the date and time of the meeting, and the purpose(s) for which the meeting is called including proposed amendments of substance to the Bylaws.

#### 3. Quorum

A quorum for the transaction of business at the Annual Meeting of the congregation shall be **by a one-third (1/3) vote** of the ~~active~~ **Membership**.

#### 4. Annual Meeting Agenda

- a. To approve the minutes of the previous year's meeting(s) and receive reports of the Church Council, officers, boards, and committees;
- b. To approve the annual budget;
- c. To elect the slate of nominees for church elective positions;
- d. To approve amendments to the Bylaws, if any;
- e. To act upon other business of the church, if any.

#### 5. Vote

A majority vote is required for approval of all Annual Meeting agenda items excepting matters relating to discipline, amending the Bylaws and/or calling or dismissing a Minister, all of which shall require a two-thirds **(2/3)** vote of ~~active~~ **Members** in attendance at the meeting.

## 6. Retention of Powers

In addition to the powers identified in the Annual Meeting agenda, the congregation ~~Members~~ reserve unto itself the power:

- a. To approve the terms and conditions of employment of the Minister not otherwise provided for in the annual budget.
- b. To approve the purchase, sale, leasing or transfer of real property and/or decisions to incur debt of any kind including by way of a mortgage or other debt instrument.

## Section C. Special Meetings of the Congregation

1. A Special Meeting of the congregation may be called by the Church Council at any time should the circumstances warrant.
2. Seven or more **Members** of the congregation may request a meeting of the congregation. The application must be addressed to the Church Council Chair and to the Administration Chair and state the purpose of the meeting. The applicant ~~signers and~~ **Members of the congregation** may call the meeting if the Church Council fails to do so within seven days of receipt of the written application.
3. Special Meetings of the congregation shall be subject to the same ~~notice~~, quorum and voting requirements that apply to the Annual Meeting of the congregation. **Notice shall be given by electronic media, posting at the place of worship, printed in the Sunday bulletin, and announced from the pulpit for two consecutive Sundays immediately prior to the date of the Special Meeting.**

## Article VI. Minister

### Section A. Qualifications

The office of Minister shall be filled by an ordained Minister in good standing with the United Church of Christ, or with another denomination with whom the United Church of Christ is in full communication.

### Section B. Process and Terms of Call

Should the office of Minister become vacant, the Church Council shall, through its Chairperson or other Officer appointed by the Council, communicate with the Minister of the Maine Conference of the UCC to initiate a search process. The Church Council may proceed immediately to provide supply or interim coverage of the position of Minister for the duration of the search; an interim minister generally shall not become a candidate for the position of Minister. The Church Council shall create the search committee, which shall consist of **a minimum of seven church Members in good standing**, representing as much as possible the diverse membership and activities of the congregation. The Council is required to publicize the existence of the search committee, and its subsequent progress, to the congregation. A Call shall be extended to the candidate of choice upon an affirmative vote by two-thirds (**2/3**) of the **Members** present and voting at a meeting of the congregation, which has been called in accordance with the Bylaws.

### Section C. Duties of the Minister

The Minister is called to be Pastor and Teacher of the congregation. The Minister shall conduct and coordinate worship services and other spiritual work of the congregation, and shall participate in general oversight of the congregation's activities, including fellowship, benevolence and other

church matters. The Minister is an *ex officio* member of all boards and committees of the congregation, and shall coordinate the work of any staff **under the Minister's authority**.

#### **Section D. Termination**

Either Minister or congregation **Members** may terminate the relationship by giving 60 days' notice.

### **Article VII. Officers**

#### **Section A. Titles of Officers**

The officers of the congregation shall be the elected **Members** of the Church Council, namely, the Council Chair, Administration Chair, Financial Chair, Deacons Chair, Trustees Chair, Ministry Chair, Stewardship Chair, and Missions and Outreach Chair. The Church Council Chair shall be the Moderator at meetings of the Church Council and at the Annual and Special Meetings of the congregation. The Financial Chair shall serve as Treasurer.

#### **Section B. Eligibility**

Officers shall be congregation **Members** or ~~Associate Members~~ elected at the Annual Meeting of the congregation.

### **Article VIII. Church Council**

#### **Section A. Membership**

The membership of the Church Council shall include the **Minister and elected officers of the church**, ~~following persons who~~ **all of whom** shall have the ~~sole~~ right to vote:

- ~~• The Minister and elected officers of the church.~~

#### **Section B. Authority and Responsibility**

The Church Council has authority and responsibility for the conduct of the business of the congregation, to operate in the congregation's best interests, and for its wellbeing.

#### **Section C. Meetings**

##### **1. Regular Meetings**

- Regular meetings of the Church Council shall be held monthly.
- The agenda for each such meeting shall, as needed, include the following items:

Approval of Minutes of previous meeting  
Moderator's report  
Minister's report  
Other Officers' reports  
Committee and Circle reports, as needed  
Other issues requiring the attention of the Church Council

##### **2. Special Meetings**

The Chairperson of the Church Council shall call a special meeting of the Church Council should it be deemed necessary for the exercise of authority and responsibility assigned to it in the Bylaws or in the Church Administration Manual.

### 3. Quorum

Five members of the Church Council shall constitute a quorum.

### 4. Minutes of Meetings

Copies of minutes taken at Church Council meetings shall be distributed, as soon as possible, to all members of the Church Council.

## Section D. Alternate Powers

The Church Council Chair is empowered to request an alternate to serve in his or her place at any meeting required by the Bylaws or Church Administration Manual. The Financial Chair is empowered to request an alternate to serve as Treasurer, and the Administration Chair is empowered to request an alternate to take minutes, as required by the Bylaws or Church Administration Manual. Should the Council Chair, Financial Chair, or Administration Chair, or designated alternate, be unable to attend a meeting, an alternate may be elected by a majority vote of the Church Council.

## Section E. Terms and Term Limits

Elected officers shall serve a **up to two consecutive** three-year terms and may serve as officers again after a year out of office. Term limits may be waived if the Nominating Committee cannot put forward another qualified person for the position. ~~The elected members of the Board of Deacons and the elected Members of the Board of Trustees each year shall elect their Chairs from among their respective members. The congregation each year shall elect two additional Church Council members to fill officer positions. Should an officer position become vacant before end of the designated term, the congregation at its Annual Meeting shall elect an officer to complete that term.~~

## Section F. Resignations, **Abdications or Deaths**

Should an officer resign, **abdicate, or die** before completing his or her term, an alternate may be elected by a majority vote of the Church Council. The term of any alternate elected by the Church Council shall not exceed the period remaining until the next Annual Meeting of the congregation, or if elected by the congregation **Members** at the next Annual Meeting, the alternate may complete the full term of the officer who resigned, **abdicated, or died**.

## Article IX. Board of Deacons

### Section A. Members

The congregation **Members** at the Annual Meeting shall elect up to four members **of the congregation** each year to serve three-year terms on the Board of Deacons. The Board shall consist of up to 12 members. The Board members each year at their first meeting after the Annual Meeting shall elect a Chairperson to serve for the year. **The Chairperson shall be a Member.**

### Section B. Duties

The Board's members shall assist the Minister in the spiritual and benevolent work of the congregation, as well as in worship and fellowship.

## **Section C. Accountability**

In the annual report of the Chairperson of the Board of Deacons, an accounting shall be given of benevolent expenditures, while maintaining confidentiality of individual donations or loans. Interim reports on these expenditures will be made at each meeting of the Church Council.

## **Section D. Terms and Term Limits**

A Deacon shall serve up to two consecutive three-year terms and may serve again after a year out of office. Term limits may be waived if the Nominating Committee cannot put forward another qualified person for the position.

## **Section E. Resignations, Abdications or Deaths**

Should a Deacon resign, abdicate or die before completing his or her term, an alternate may be elected by a majority vote of the Church Council. The term of any alternate elected by the Church Council shall not exceed the period remaining until the next Annual Meeting of the congregation, or if elected by the congregation **Members** at the next Annual Meeting, the alternate may complete the full term of the Deacon who resigned, abdicated, or died.

# **Article X. Board of Trustees**

## **Section A. Members**

The congregation **Members** at the Annual Meeting shall elect up to two members **of the congregation** each year to serve three-year terms on the Board of Trustees. The Board shall consist of up to 6 members. The Financial Chair is an ex officio member of the Board of Trustees. The Board members each year at their first meeting after the Annual Meeting shall elect a Chairperson to serve for the year. **The Chairperson shall be a Member.**

## **Section B. Duties**

The Board of Trustees shall have oversight of the physical plant and other capital assets.

## **Section C. Accountability**

In the annual report of the Chairperson of the Board of Trustees, an accounting will be made of the status of the ~~endowment~~ **Capital Investment Fund** and other funds required to maintain or improve the physical plant. Interim reports on these funds and requirements will be made at each meeting of the Church Council.

## **Section D. Terms and Term Limits**

A Trustee shall serve up to two consecutive three-year terms and may serve again after a year out of office. Term limits may be waived if the Nominating Committee cannot put forward another qualified person for the position.

## **Section E. Resignations, Abdications or Deaths**

Should a Trustee resign, abdicate or die before completing his or her term, an alternate may be elected by a majority vote of the Church Council. The term of any alternate elected by the Church Council shall not exceed the period remaining until the next Annual Meeting of the congregation, or

if elected by the congregation **Members** at the next Annual Meeting, the alternate may complete the full term of the Trustee who resigned, abdicated, or died.

## Article XI. Committees

### Section A. Committees of the Church Council

The Church Council may establish committees of **Members** and friends of the congregation to serve the needs of the congregation. The Council will inform the congregation of any committee established, and the members of the committee.

### Section B. Committees of the Boards

The Board of Deacons and the Board of Trustees may establish committees of **Members** and friends of the congregation to serve the needs of the Board. The Boards will inform the Church Council of any committee established, and the members of the committee.

## Article XII. Governance

### Section A. General

The Bylaws constitute a general governance document approved by the congregation **Members**.

### Section B. Church Administration Manual

#### 1. Delegation of Powers

Authority, responsibility and position descriptions for all operating entities of *the* congregation shall be incorporated in a *Church Administration Manual*, and specifically for the:

- Church Council and Council Chair
- Minister and Office of Ministry
- Board of Deacons and Deacons Chair
- Board of Trustees and Trustees Chair
- Financial Chair
- Administration Chair
- Stewardship Chair
- Ministry Chair
- Missions and Outreach Chair

#### 2. Amendments

Amendments to the *Church Administration Manual* shall be approved by the Church Council by a majority vote.

## Article XIII. Financial Reviews

### Section A. Purpose

Annual financial reviews shall be performed to ensure compliance with the rules and Bylaws of the congregation, to improve accounting practices and procedures, and to avoid potential integrity problems.

## **Section B. Authority and Responsibility**

### **1. Authority**

The person conducting the financial review shall have access to and the authority to examine, review, and/or reconcile the financial records and accounts, and to review accounting practices and procedures.

### **2. Responsibility**

The Church Council will examine the financial review statement at the meeting of said Council immediately preceding the Annual Meeting of the congregation, and will report the findings to the congregation at the Annual Meeting.

## **Article XIV. The Fiscal Year**

The fiscal year shall begin on January 1 and terminate on December 31.

## **Article XV. Nominating Committee**

### **Section A. Appointment**

~~1. A Nominating Committee shall be appointed by~~ The Church Council prior to June 30 each year. ~~serves as the Nominating Committee.~~

### **Section B. Membership Eligibility**

#### **1. Permanent Member**

~~The Minister shall be a permanent member of the Nominating Committee.~~

#### **2. Appointive Members**

~~The Nominating Committee shall include three (3) **Members** of the congregation who are not candidates for Church Council positions.~~

~~At least one member of the Nominating Committee shall be a **member** at-large who is not serving as a member of the Church Council.~~

#### **3. Chairperson**

~~The Church Council shall designate an appointive member of the Nominating Committee to serve as chairperson.~~

### **Section C (B). Responsibility**

#### **1. General**

The Nominating Committee shall have the responsibility of nominating persons to fill elective positions in the church organization ~~and submitting to the Church Council prior to July 31 of each year~~ **and to present** a slate of nominees for election at the Annual Meeting of the congregation.

## **2. Specific Elective Positions**

Elective positions subject to the nomination process include:

Chairperson of the Church Council; Chairs for (1) Administration; (2) Finance; (3) Ministry; (4) Stewardship; and (5) Missions and Outreach, Members of the Board of Deacons; and Members of the Board of Trustees;

## **3. Vote**

A majority vote of the Nominating Committee shall be controlling.

## **4. ~~Term of Service~~**

~~Each year, the Nominating Committee shall nominate two members of the Church Council, up to four members of the Board of Deacons, and up to two members of the Board of Trustees. If any of these positions shall become vacant before the end of term, the Nominating Committee also shall nominate a member to complete the term.~~

## **Article XVI. Dr. Mary Cushman Circle**

### **Section A. Definition**

The Dr. Mary Cushman Circle is a part of the Trinitarian Congregational Parish and is open to any person who supports the Circle's purpose.

### **Section B. Mission**

The mission of the Circle is to come together to use members' diverse skills, creativity and volunteer time to help raise support for people in need in our region, the nation, and the world, including special needs of the Trinitarian Congregational Parish.

### **Section C. Activities**

The Circle offers hospitality and friendship to Circle, church, and community members in times of need; provides educational programs of interest to the Circle, congregation and community; and organizes events to provide funding for the Circle's mission giving.

### **Section D. Organization and Finances**

The Circle is organized and operates according to its by-laws. ~~, electing a President, Vice President, Secretary and Treasurer.~~ The Circle's mission-giving recommendations are proposed by the Circle's Mission Committee, approved by the Circle's membership, and ratified by the Church Council.

### **Section E. Church Meetings**

#### **1. Church Council**

The Circle should be represented at meetings of the Church Council by **the Ministry Chair**. ~~one of its members who shall attend as a non-voting member.~~

## **2. Annual Congregational Meeting**

A Circle representative shall attend the Annual Meeting of the congregation for purposes of submitting a report to the congregation on the Circle's activities and mission giving.

### **Article XVII. Amendments to the Bylaws**

1. These Bylaws may be amended by a vote of two-thirds (2/3) of the active **Members** present and voting at an Annual or Special Meeting of the congregation.
2. Amendments to the Bylaws may also be made by ballots distributed to all **Members** of the congregation (including those not in attendance at an Annual or Special Meeting) subject to signature, dating and submission requirements and a vote of two-thirds (2/3) of all **Members** receiving ballots. A period of not less than two weeks shall be allowed from the date of mailing for the return of signed and dated ballots.
3. Copies of proposed amendments to the Bylaws shall be made available to **Members** of the congregation not less than two weeks prior to the date of the Annual Meeting of the congregation, or prior to a special meeting of the congregation called for the purposes of voting for or against said amendments.

### **Article XVIII. Dissolution of the Congregation**

Any action to dissolve the congregation must be approved by a two-thirds (2/3) vote of ~~eligible~~ **Voting Members** of the Church present at a meeting called to specifically consider such action, for which meeting written notice has been issued to all **Members** ~~eligible to vote~~ in accordance with the provisions of these **Bylaws**. In the case of dissolution of the congregation, all of its property, real and personal, after paying all just claims upon it, shall be conveyed to and vested in a designated church or organization dedicated to Christian ministry and worship. The Church Council shall perform all actions necessary to effect such conveyance.

Revision 1 of the Bylaws Adopted August 18, 2002  
Bylaw Amendments Approved & Adopted by the congregation on August 17, 2003  
Revision 2 of the Bylaws Adopted August 16, 2009  
Revision 3 of the Bylaws Adopted August 19, 2018  
Revision 4 of the Bylaws Adopted August 18, 2019  
**Revision 5 of the Bylaws Adopted August 21, 2022**