

ARTICLE ONE – PREAMBLE

NAME – The name of the church is **The Kingston Congregational Church, United Church of Christ.**

PURPOSE and COVENANT of the Congregation – The purpose of the Church is to provide for the public worship of God and to fulfill the functions of a church as set forth in a covenant accepted by all Members at the time they join the Church, and as may be a part of the service of worship.

STATEMENT OF FAITH – The church follows the United Church of Christ Statement of Faith in the form of a doxology:

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.

MISSION of the CHURCH – We are a Christian Church that supports each person's spiritual journey through the communal pursuit of worship, learning and service.

WELCOME STATEMENT - Whoever you are and wherever you are on life's journey, **you are welcome here.**

ARTICLE TWO-MEMBERSHIP

GENERAL...

1. Membership in this Church shall be open to all who seek to be followers of Jesus Christ and who express an interest in membership to the pastor(s) or to the Board of Membership (see Article Seven – Boards and Committees).
2. A registry of members shall be kept in the church office, and maintained on a current basis by the Registrar (see Article Eight – Staff and Appointed Positions).
3. There shall be two categories of members....Active and Inactive Members.

ACTIVE MEMBERSHIP...Candidates who are baptized shall be admitted into active membership upon:

1. affirmation of faith or presentation of a letter of transfer from another church;
2. approval of the Board of Membership; and
3. reception into the Church at a regular worship service or at such other time as the Board of Membership may designate.

RESPONSIBILITIES - ACTIVE MEMBERS, to the best of their ability, are expected to do the following:

1. regularly attend the worship services;
2. regularly participate in Church activities;
3. participate and vote in church meetings; and
4. pledge and contribute financially to the support of the Church and its missions.

INACTIVE MEMBERSHIP

1. Members who wish to retain affiliation with the Church, but who do not satisfy the responsibilities of Active Membership for a period of two consecutive years shall be considered Inactive Members.
2. Inactive status may be requested by the member.
3. Inactive status may be declared by the Board of Membership after conferring with the member in question.
4. Inactive members shall not be counted for the purpose of determining any quorum or per capita assessment.
5. Inactive members shall not be entitled to vote on Church issues or hold any office in the Church.
6. Inactive members may be restored to active status upon assuming the responsibilities of Active membership, meeting with and receiving the approval of the Board of Membership.

TERMINATION OF MEMBERSHIP

1. Any member, whether active or inactive, desiring to leave this Church and join another is entitled to a Letter of Transfer from the Board of Membership.
2. Any member, whether active or inactive, who desires to terminate membership shall submit a Letter of Resignation to the Board of Membership.
3. Members who do not attend worship services, participate in Church activities or financially support the Church for a period of five consecutive years, except those who may be infirm, may be removed from the church membership roll by the Board of Membership.

ARTICLE THREE - GOVERNING BODY

1. The government of the Church is vested in its active members.
2. The active members exercise the right of control of all the affairs of the Church, subject to the applicable laws of the State of Rhode Island.
3. The Governing Body of this Church shall be a quorum of the active membership assembled in church meetings. (See Article Four - Meetings)

The following decisions shall be reserved exclusively to the Governing Body:

1. The calling or dismissal of the settled Pastor or any settled Associate or Assistant Pastor(s), or any person who has the title of settled Pastor or settled Minister in their position description;
2. the purchase, sale, mortgage, lease or transfer of any real property;
3. approval of the annual church budget or otherwise as may be necessary;
4. approval of the Endowment Distribution Plan;
5. the election of Church Officers and the members of the Church Council, all Boards, and Standing Committees;
6. amendment of the Church By-Laws in accordance with the provisions of the Church stated herein;
7. adjudication of appeals to actions taken by the Church Council or any Board or Committee; and
8. execution of all powers not otherwise assigned to the Council, a Board, Standing Committee or Officer of the Church.

ARTICLE FOUR-MEETINGS OF THE CHURCH

WORSHIP MEETINGS

1. Meetings for worship shall be held each Sunday.
2. The sacrament of the Lord's Supper shall be observed at a regular Sunday worship service not less than once a month, and at such times as the Pastor and the Board of Deacons shall designate.
3. Baptism, Confirmation and other special services shall be held at such time as the Pastor and the Deacons may designate.

GOVERNANCE MEETINGS

1. The **Annual Meeting** of the Church shall be held on the Church premises during the month of May for the purpose of:
 - A. receiving and acting upon the reports of the Pastor, Officers, Boards, and Standing Committees;
 - B. conducting the election of Officers, Boards, and Standing Committees;
 - C. approving the Annual Budget or as otherwise may be necessary; and
 - D. considering and acting upon such other business as may be proposed at the meeting.
2. Two additional meetings of the Church shall be held on church premises during the months of October and January to receive reports and act on such other business as may be proposed at the meeting.
3. **Special Church Meetings** may be called by the Church Council, or upon petition to the Church Council, stating the purpose of the meeting, signed by not less than five percent (5%) of the Active members. Within three weeks of receipt of such petition, the Church Council shall instruct the Secretary to issue a call for a special meeting to all members.
4. Notice of all meetings of the congregation (Annual, October, January and special meetings) shall be given in the following ways:
 - A. Electronically via e-mail, unless a hard copy is requested through the church office.
 - B. On the church website (www.kingconchurch.org)
 - C. In the Spire (the monthly newsletter)
 - D. Posted in the building and on the front door of the church
 - E. During worship
5. All notices listed in number four (4) above shall be given no less than 14 days in advance of the scheduled meeting date.
 - A. Notices in the church bulletin, and verbal announcements in the sanctuary prior to worship services, shall be repeated weekly until the scheduled meeting date.
 - B. Notice shall remain posted on the website and in the church fellowship hall until the scheduled meeting date.
 - C. Hard copies, if requested, shall be mailed no less than 14 days in advance of the meeting.
 - D. Notice in the Spire for Special Meetings may not be possible due to printing deadlines. All efforts to provide sufficient time to include notice in the Spire should be made.
6. The business to be conducted at such meetings shall be stated in the notice.
7. In the event of unforeseen conflicts with a scheduled meeting the President may reschedule the date of the original meeting. Notice of the rescheduled meeting must be distributed to all members so as to allow a minimum of three days notice.
8. A **quorum** at any duly called meeting of the congregation shall consist of ten percent (10%) of the active members, except any meeting to consider the calling or dismissal of the settled Pastor (see Article Eight).
9. The Moderator shall preside at all duly called meetings of the church. In the absence of the Moderator, the President of the Council (See Article Five – Officers and Duties) shall conduct the meeting, and in the absence of the President, the Chair of the Board of Deacons shall conduct the meeting.
10. In the conduct of all church meetings, Roberts Rules of Order shall be used as the controlling discipline

for the meetings.

11. A Parliamentarian (see Article Eight – Staff and Appointed Positions) shall be appointed to attend all meetings for the purpose of aiding and interpreting appropriate procedures.

ARTICLE FIVE - OFFICERS and DUTIES

The Officers of the Church shall be a President, a Moderator, a Secretary, and a Treasurer. They shall be Active Members of the Church, as defined in Article Two.

The PRESIDENT:

1. is the executive officer of the Church;
2. is authorized to speak for and represent the members of the Church on matters not otherwise delegated by these by-laws;
3. shall preside at meetings of the Church Council;
4. shall vote on motions at Council meetings only in the event of a tie;
5. shall report to the Church membership at the Annual and other congregational meetings and at such other times as may be requested by any Church Officer, Board, or Committee;
6. is an ex-officio non-voting member on all Boards and Committees;
7. shall be elected by the active members of the Church at the Annual Meeting for a term of two years;
8. shall serve as the ex-officio non-voting Immediate Past President on the Church Council for a period of one year immediately following the completion of his/her two-year term as President;
9. upon completion of service as Immediate Past President may not stand for reelection as President for a period of one year before being eligible again;
10. shall preside at meetings of the Church in the absence of the Moderator; and
11. shall have his/her duties assumed by the Chair of the Board of Deacons in the President's absence.

The MODERATOR shall:

1. preside at all meetings of the Church Governing Body;
2. prepare an agenda for each meeting in accordance with the plans developed by the Church Council;
3. be elected by the active members of the Church at the Annual Meeting for a term of one year;
4. serve a maximum of three consecutive terms; and
5. upon completing three consecutive terms, wait for a period of one year before being eligible for reelection.

The SECRETARY shall:

1. serve as a member of the Church Council;
2. keep records of the meetings of the Church congregation (Governing Body) and the Church Council and ensure records are placed into files in the Church Office;
3. give legal notice of all meetings for which that is necessary;
4. work with the Council to ensure that all newly elected or appointed officers, board and committee members are duly notified;
5. conduct other duties as prescribed by law, or that usually pertain to the Secretary.
6. be elected by the Church Membership at the Annual Meeting for a term of two years;
7. be eligible for re-election for a maximum of three consecutive terms; and
8. upon completing three consecutive terms, wait for a period of one year before being eligible for reelection.

The **TREASURER** shall:

1. have charge of the funds of the church, receiving all monies, paying all bills, and keeping open and true accounts of all fiscal transactions of the Church according to policies set by the Board of Finance with the approval of the Church Council;
2. prepare and provide monthly Treasurer reports to the Church Council and Boards of Finance and Trustees;
3. unless otherwise specified by the Church Council in stated circumstances, be authorized to execute contracts, agreements, notes, deeds, and other instruments on behalf of and binding upon the Church. Such documents and checks in excess of \$5,000.00 shall be co-signed by any one of the following: the President of the Church Council, Chair of the Board of Finance, or the Chair of the Investment Committee (see Article Seven – Boards and Committees);
4. cooperate in any periodic audits of the fiscal records of the Church;
5. be bonded in such sum as the Board of Finance may require before assuming the duties of the office;
6. be elected by the active members of the Church at the Annual Meeting for a term of three years;
7. be eligible for re-election for a maximum of two consecutive terms; and
8. upon completing two consecutive terms, wait for a period of one year before being eligible for reelection.

RESIGNATION or VACANCIES

1. In the event of resignation or death of any officer, an individual shall be appointed to serve for the balance of the term of office.
2. Such appointment shall not be construed as election to office in relation to eligibility for subsequent election or appointment to that office.
3. The Leadership Development Committee shall be consulted prior to appointing a replacement.
4. Appointment to the vacant office shall be as follows:
 - A. for the office of President, the Church Council shall appoint an individual;
 - B. for the office of Treasurer, the Board of Finance shall appoint an individual; and
 - C. for the offices of Moderator and Secretary, the President shall appoint an individual.
5. All such appointments shall be approved by the Council.

ARTICLE SIX-CHURCH COUNCIL

STATEMENT OF PURPOSE...The Council shall;

1. be the primary executive body of the Church;
2. plan, coordinate, develop, implement, evaluate and approve the policies and programs of the Church;
3. provide leadership in developing and implementing long-range plans for the future of the congregation;
4. actively engage with the Pastor in discussions and decisions concerning the general direction of the Church's activities, the formulation of a well-rounded program, and the development of long range plans.

MEMBERSHIP OF THE COUNCIL...

1. The Council shall consist of the following individuals: President; Moderator; Treasurer; Secretary; chairpersons of the Boards of Deacons, Trustees, Finance, Christian Education, Mission and Social Justice, Membership, Music, Stewardship and Fellowship; President of the Women's Fellowship; and two Members-at-Large.
2. All members of the Council shall be active members of the Church.
3. The President presides at all meetings of the Council, but in the temporary absence of the President the chairperson of the Board of Deacons shall preside.
4. All members of the Council shall be full voting members except ex-officio members who shall be non-voting.
5. Under special circumstances, with prior notice to the President, a voting member of the Council unable to attend a meeting of the Council, may appoint a substitute from the Board or committee the absent member represents, to attend such meeting and to vote in such member's place.
6. Should there be an Immediate Past President from the prior year, he/she shall serve as an ex-officio member of the Council for a period of one year.
7. The settled Pastor(s) shall serve as a ex-officio member of the Council.
8. Settled Associate or Assistant Pastors attending the Council meeting shall also be ex-officio members.

MEMEBERS-AT-LARGE

1. There shall be two Members-at-Large.
2. Members-at-Large shall be nominated by the Leadership Development Committee at the Annual Meeting for overlapping two-year terms.
3. Members-at-Large may serve for a maximum of two consecutive terms. Upon completing two consecutive terms, Members-at-Large must wait for a period of one year before being eligible for reelection.
4. Members-at-Large cannot simultaneously be an employee of the church nor serve as a member of a Board or a Standing Committee.

MEETINGS...Council shall meet at least ten times each year at such time and place as may be fixed by the Council. Unless otherwise publicized, all meetings of the Council are open to attendance by any interested Church member; such members shall have voice but no vote at the Council meetings.

Nine voting members of the Council shall constitute a quorum for all Council meetings.

POWERS AND DUTIES...

General

The Council shall:

1. coordinate the work of the various persons and groups in the Church in the implementation of social and religious programs and activities;
2. plan the Annual and other meetings of the congregation;
3. have authority over the Church calendar;
4. conduct a review of the By-Laws of the Church no less than every two years; and
5. biennially collect demographic and other information as may be necessary to reflect the make-up and perspectives of the membership of the Church.

Appointments, Committees, and Personnel

The Council shall:

1. designate delegates to interchurch organizations other than those elected by the Church;
2. appoint ad hoc committees when deemed necessary to meet the needs of the Church;
3. nominate members of the Leadership Development Committee;
4. act upon the nominations of the Leadership Development Committee to fill vacancies in offices and on Boards and Standing Committees between Annual Meetings;
5. have final approval of all staff positions, position descriptions, and personnel policies;
6. have final approval of any employee contracts, after review and recommendation by the Human Resource Committee, and after review of budgetary impact by the Board of Finance;
7. have final approval of the hiring or dismissal, with advice from the Pastor, of all staff, subject to appropriate due process as outlined in the Personnel Manual;
8. as necessary, hire and reach agreement for services with an Interim Pastor recommended by the Board of Deacons;
9. set salaries and benefits of all staff, after consultation with the Board of Finance, appropriately involved Boards and committees, and the Pastor;
10. have the authority to accept the resignation of any staff member or officer of the Church, and to initiate the appropriate replacement process; and
11. review annual staff performance reports and recommend appropriate action if required.

Budget and Financial...

The Council shall:

1. receive and consider the preliminary budget prepared and presented by the Board of Finance in March;
2. have the authority to modify the proposed budget before presentation to the congregation for acceptance and approval at the Annual Meeting;
3. have the authority to authorize necessary spending from the beginning of the Fiscal Year until final acceptance of the Budget by the congregation; and
4. seek approval of the congregation for any expense in excess of \$2500 beyond the approved budget for a specific line item or category.

ARTICLE SEVEN-BOARDS and COMMITTEES

There shall be nine **Boards**:

1. Christian Education
2. Deacons
3. Fellowship
4. Finance
5. Membership
5. Missions and Social Justice
6. Music
7. Stewardship
8. Trustees

Standing Committees shall be assigned and report as follows:

<u>Standing Committee</u>	<u>Reports to</u>
Audit -	Council
Committee of Delegates -	Council
Human Resources -	Council
Investment -	Finance
Leadership Development -	Council
Planned Giving -	Stewardship

Other Committees – Non-standing and ad hoc committees may be established by individual Boards or the Council from time to time to carry out their responsibilities as they deem appropriate. Such committees must be reported to the Council for approval in advance of formation. After Council approval the individual Boards or Council may seek assistance from the Leadership Development Committee for their recruitment process. The names of those individuals placed on any committee must be provided to the Leadership Development Committee.

MEMBERSHIP REQUIREMENTS - Active membership in the Church is required to serve on Boards and Standing Committees. Active membership is not necessary to serve on other committees.

TERMS OF SERVICE - Boards and Standing Committees –

1. Boards and Standing Committees are reconstituted every year as determined by the elections at the annual meeting where all members are elected by the Governing Body.
2. Individuals elected shall serve terms of three years and may serve two consecutive terms.
3. Upon completion of two consecutive terms the incumbent must vacate the position for a minimum of one year before being eligible to stand for a new term.
4. An interim appointment shall not count as a term for the purposes of measuring term limits.
5. Each Board shall be organized into three annual classes, with **20%-40%** of the members of each standing for election or re-election each year.

ORGANIZATIONAL FEATURES – Boards and Standing Committees

1. The outgoing Chair shall schedule the first meeting of the newly elected members to take place within 30 days of the annual meeting of the congregation.
2. At the first meeting of the reconstituted board or committee a new Chair person (Chair) shall be elected from among the members of each Board and Standing Committee for a one year term.

3. Responsibilities of the Chair – The Chair shall:

- A) preside over all meetings;
- B) call a meeting not less than once every three (3) months unless otherwise authorized by the Council;
- C) ensure a Recording Secretary is designated for each meeting;
- D) ensure a written description of duties and responsibilities is prepared for all Other Staff positions (see Article VIII) within their area of responsibility. Such descriptions should be prepared by the committee or board to whom the staff person reports, reviewed by the Human Resources committee and then approved by the appropriate Board or Council;
- E) distribute job descriptions to pertinent individuals including the Human Resources Committee;
- F) ensure that a budget is prepared and submitted to the Board of Finance in time for their preparation of the annual church budget; and
- G) prepare a summary report at the end of each year to be submitted to the Office Administrator for inclusion in the annual report of the Church.

4. Responsibilities of the Recording Secretary – The Recording Secretary shall:

- A) keep minutes of the meeting, including the date of the meeting, members present and absent, others persons in attendance, and motions made and voted upon;
 - B) file the minutes in the appropriate location in the office of the Church Administrator; and
 - C) if possible, send an electronic copy of the minutes to the Church Administrator.
5. Each Board shall have at least five (5) members and the number of members may be increased by Council, individually or for all Boards, as necessary;
 6. The Committee of Delegates shall have the number designated by the Rhode Island Conference of the United Church of Christ.
 7. Standing Committees shall have their size established by the controlling Board or the Council, except the Leadership Development Committee which shall have five (5) members and the Audit Committee which shall have three (3) members.
 8. A quorum shall be defined as at least one-half of the duly elected membership for all Board and Standing Committee meetings.
 9. The Pastor is an ex-officio member of all Boards and Committees, but shall have no voting privileges, except for Church Council where he/she shall have full voting rights.
 10. All Boards and Committees shall work in cooperation and communicate with one another, the Pastor, other pertinent staff, and the congregation to ensure the effective and efficient performance of their intended purpose(s).

FILLING VACANCIES

1. The Chair of a Board or committee shall declare a vacancy upon three (3) unexcused absences or the absence from 50% of scheduled meetings within a twelve month period.
2. All vacancies on Boards and Standing Committees shall be promptly filled.
3. The Leadership Development Committee shall nominate replacement members to the Council to complete the term of the outgoing member.
4. The Council will elect members to fill such vacancies from the nominations provided by the Leadership Development Committee.
5. The duly elected new member(s) shall have all the rights and privileges of such position.

BOARDS

The Board of Christian Education shall:

1. ensure the provision of active and dynamic programs of Christian education for all the people of the church;
2. acquire curricula and other materials, as necessary;
3. oversee the church library and appoint a church Librarian;
4. have the authority to hire and supervise, with input from the pastor and final approval by the Council, any Other Staff to provide for the Christian education of the people of the Church, within the limits of the approved budget.

The Board of Deacons shall:

1. share with the Pastor(s) the responsibility for the spiritual life of the Church, with the assistance of the staff person(s) for Music and the staff person(s) for Christian Education;
2. be responsible for all aspects of Pastoral performance and report any Pastoral misconduct to the RI UCC Church and Ministry Committee;
3. schedule regular services of worship;
4. assist in the administration of Communion and Baptism;
5. arrange for ushers and lay readers as necessary for each service;
6. cause appropriate activities to be arranged to assist members in their spiritual life at church, at home or where ever the need exists;
7. ensure that flowers or other appropriate decorations are provided in Church for services and other special events;
8. ensure that appropriate hospitality is provided in connection with church services and special events, including memorials;
9. be responsible, in coordination with the Pastor, for maintaining appropriate contact with and support of members and their families in times of illness or crises;
10. arrange for the temporary supply of the pulpit during the vacation, illness or other temporary absence of the settled Pastor;
11. when necessary,
 - A. submit to Council for approval the names of active members to serve on a Search Committee for an Interim Pastor (See Article Seven - Leadership Development Committee), such committee to report to the Board of Deacons;
 - B. upon completion of the search for an Interim Pastor recommend to the Council the name of a candidate(s) for consideration by the Council for hiring as Interim Pastor;
12. recruit former Deacons as needed to perform diaconal functions; and
13. assign a Deacon to participate on the Music Committee.

The Board of Fellowship shall:

1. promote Christian fellowship and social growth within the church;
2. provide for fellowship by hosting Sunday morning post-service social hour;
3. arrange for greeters for church services;
4. host church and community fellowship events;
5. increase the visibility of the church within the community via publicity, advertising, brochures, the Internet, name tags, etc;
6. maintain the provisioning and utility of the kitchen adequate to support fellowship activities;
7. arrange for bereavement receptions if requested; and
8. request a member of Women's Fellowship serve on the Board.

The Board of Finance shall:

1. be responsible for and have charge of the financial and investment affairs of the church;
2. prepare an annual budget, with input from all Boards and Committees, for presentation to the Council no later than the March Council meeting;
3. monitor revenue and expenses compared to the approved budget;
4. report the financial and investment status of church to the Council on a monthly basis, including funds known as the restricted and unrestricted reserves which are not part of the operating budget;
5. promptly report budget variances to the Council and appropriate Board or committees;
6. be responsible for monitoring assets;
7. have the power to expend funds to cover all expenditures included in an authorized annual budget;
8. have the authority to hire and supervise, with input from the Pastor and approval by the Council, any person or persons to serve as the Financial Secretary of the church, paid or volunteer, within the limits of the approved budget;
9. include the Treasurer of the church as one of its members;
10. assist the Treasurer as may be necessary to effectively discharge the duties of the office;
11. appoint Assistant(s) to the Treasurer (see Article 8); and
12. have the power to make emergency expenditures from the unrestricted reserve (see Item 4) of up to \$1000 in excess of any item in the approved budget with notice to the Council to a maximum of \$5000 or 5 occurrences per year.

The Board of Membership shall:

1. invite and welcome new members into the church
2. assist the Pastor in attracting and assimilating new members into the church;
3. ensure that all members are nurtured and cared for;
4. communicate with members to support their continued involvement in church activities;
5. appoint a Registrar (see Article Eight); and
6. assist the Registrar in managing and maintaining the membership records of the church.

The Board of Mission and Social Justice shall:

1. engage the congregation, individually and collectively, in the outreach ministry of the church;
2. lead the outreach ministry of the church through active service and financial giving;
3. identify, plan and manage specific missions relating to contemporary issues of social advocacy, peace, and justice within local, national and global contexts; and
4. provide regular updates and information sessions of all activities to the congregation, coordinated with Board of Christian Education as necessary.

The Board of Music shall:

1. be nominated by the Leadership Development Committee with input from the Board of Deacons;
2. ensure the provision and oversight of the music of the church;
3. promote the establishment and encouragement of choirs and special music events;
4. provide for the care of the organ and all church musical instruments;
5. acquire music and other materials or equipment, as necessary; and
6. have the authority to hire and supervise, with input from the Pastor and final approval by the Council, the Director of Music or Other Staff to provide for the music of the church, within the limits of the approved budget.

The Board of Stewardship shall:

1. provide a recurring educational program for the congregation concerning the meaning and responsibilities of Christian stewardship;
2. plan and conduct stewardship initiatives to generate funds for the support, expenses and benevolences of the church;
3. include the Treasurer of the church as an ex-officio member of the Board;
4. monitor the status of pledge payments through the services of the Treasurer; and
5. provide a report to the Board of Finance within ten (10) days of the conclusion of each Stewardship initiative.

The Board of Trustees shall:

1. hold in trust and be responsible for the care and custody of the property of the church;
2. ensure that all properties and activities are appropriately insured against all exposure to loss or diminution of value;
3. have power to expend funds to cover all expenditures included in the authorized annual budget for the Board of Trustees;
4. have the authority to hire and supervise, with input from the Pastor and final approval by the Council, the Church Sexton or Other Staff to care for the property of the church, within the limits of the approved budget;
5. control the use of all church property;
6. prepare and publicize rules and regulations for the use of church property;
7. make recommendations to the Board of Finance for any charges and/or rental fees that may be assessed for the use of church property;
8. ensure snow removal and other services when necessary;
9. gather, organize, file and maintain an archive of information, papers and records related to the church; such work shall be accomplished by an Historian/Archivist (see Article Eight – Staff and Appointed Positions) appointed by the Board;

10. have the power to make emergency expenditures from the unrestricted reserve (see Board of Finance) of up to \$1000 in excess of any item in their budget with notice to the Board of Finance to a maximum of \$5000 or 5 occurrences per year;
11. seek approval of the Council for any expense in excess of \$1000 but less than \$2500 of any item in their approved budget;
12. have the power to make emergency capital expenditures from the unrestricted reserve (see Board of Finance) to a maximum of \$10,000 in order to maintain the safety, security and integrity of the physical plant. Such action to be done in coordination with the Treasurer and/or the Council President; and
13. seek approval from the Council, with input from the Board of Finance, for any emergency capital expenditures in excess of \$10,000.

STANDING COMMITTEES

The Audit Committee shall:

1. be comprised of three members;
2. be nominated by the Leadership Development Committee with input from the Board of Finance;
3. conduct an annual review of the accounts and records of the Church, all Boards and committees, the Treasurer and the Investment Committee;
4. submit a summary report of the annual review within four months of the end of each fiscal year to the Council and a copy to the Board of Finance;
5. conduct a complete audit at least once every five (5) years or at the discretion of the Council; and
6. have the authority to retain independent outside auditors or consultants to assist in the annual review or complete audit within the limits of the approved annual budget.

The Committee of Delegates shall:

1. be nominated by the Leadership Development Committee;
2. attend meetings of the Rhode Island Conference of the United Church of Christ; and
3. report on the meeting of the Rhode Island Conference to the congregation.

The Human Resources Committee shall:

1. be nominated by the Leadership Development Committee with input from the Council;
2. consist of three members;
3. develop, administer, and maintain personnel policies, practices, procedures and the employee handbook for all church employees and/or those volunteers who fill a position of responsibility;
4. submit such items in #3 above to the Council for approval;
5. coordinate the items in #3 above, with the appropriate Boards, committees or individuals that have supervisory roles for the employees and/or volunteers so identified;
6. disseminate the items in #3 above in a timely manner to all Boards, committees, employees, volunteers and the congregation as needed;
7. participate on an advisory basis in the hiring, appointing and/or dismissal of all non-pastoral staff and volunteers; and
8. review job/position descriptions for all staff and/or volunteer positions in conjunction with the appropriate Board or committee to ensure compliance with appropriate laws, and the church by-laws, policies and procedures.

The Investment Committee shall:

1. be nominated by the Leadership Development Committee with input from the Board of Finance;
2. be responsible for the prudent investment of all funds contained in the Church's endowment fund, including both restricted and designated funds (whether by the donor or action of the Council), and unrestricted funds;
3. develop an Investment Policy Statement and an Endowment Distribution Plan;
4. review the Investment Policy Statement and Endowment Distribution Plan on an annual basis;
5. have the Investment Policy Statement, and any changes to it, approved by the Board of Finance;
6. have the Endowment Distribution Plan, and any subsequent changes to it, approved by the Board of Finance, Church Council and Governing Body; and
7. keep and maintain separate, distinct and up-to-date records of investment funds.

The Leadership Development committee shall:

1. be nominated by the Council;
2. develop leadership capacity for the church from within the existing membership on an on-going basis;
3. conduct orientation and training of new Board and committee members;
4. consist of members nominated by the Council and elected by the Congregation;
5. identify individuals to fill all vacancies among the elected officers, at-large Council positions, Boards, Standing committees, and delegates that are elected by the Congregation;
6. serve as a resource to the Council or Board to help identify individuals to fill vacancies among the positions appointed by the Council or a Board;
7. obtain permission from each identified individual to place his/her name into nomination at appropriate congregational, council or board meeting;
8. conduct a systematic and thorough process to identify active members to serve on a Pastoral Search Committee; The Search committee shall:
 - A) consist of seven (7) to twelve (12) persons, who shall, to the greatest extent possible, reflect the general diversity of the congregation;
 - B) be approved by the Council and elected by the congregation;
 - C) seek the advice of the Rhode Island Conference of the United Church of Christ in its search for a Pastor;
 - D) conduct such search and consultation as it deems appropriate;
 - E) nominate a new pastor;
 - F) develop a call in coordination with the Council; and
 - G) present such call at a meeting of the church called for the purpose of acting on such nomination.
9. suggest candidates to serve on a search committee for an Interim Pastor and submit the names of such candidates to the Board of Deacons.

The Planned Giving Committee shall:

1. be nominated by the Leadership Development Committee with input from the Board of Stewardship;
2. provide members and friends with the information that they need to leave a permanent legacy that will support the church's mission in perpetuity;
3. obtain and distribute materials from the UCC that will facilitate and encourage members to include the church in their estate plans;
4. help members and friends of Kingston Congregational Church make significant gifts to the church and/or to the United Church of Christ over their lifetime and/or in their estate plans;
5. provide informal talk sessions with members and friends following church services on a quarterly basis to inform, cultivate and encourage prospective donors;
6. make planned giving an integral part of stewardship; and
7. manage The Spire Society, which:
 - A. recognizes the gifts of members and friends to KCC in the amount of \$2500 or more earmarked for Endowment; and
 - B. encourages giving to the Permanent Endowment of the Kingston Congregational Church through a major current cash gift, bequests by will, insurance beneficiary designation, trusts, charitable gift annuities or other vehicle.

ARTICLE EIGHT – STAFF AND APPOINTED POSITIONS

PASTORAL STAFF – shall include the Pastor (Senior Pastor) and potentially one or more Associate or Assistant Pastors. They shall be ordained ministers with the United Church of Christ and, within six (6) months, if not already at the time of the call, have standing in the Rhode Island Conference of the United Church of Christ.

The Pastor shall:

1. be responsible for leading the worship services of the church;
2. have the freedom to interpret the Word of God for each day and age;
3. administer the sacraments;
4. provide pastoral care to the members and congregants of the church;
5. offer guidance and leadership in the development of a healthy and faithful organization of the Church;
6. seek the assistance and counsel of the Deacons and other Boards as appropriate;
7. supervise the Church Secretary;
8. coordinate with staff and/or boards and committees as may be necessary for the day-to-day operations of the church;
9. serve as a non-voting ex-officio member of all Boards and Committees, (see Article Seven – Board and Committees, Organizational Features – Item 12);
10. seek the approval of the appropriate Board or Committee and the Council prior to committing the church to a particular policy or course of action;
11. be excluded from a meeting of the Council or a Board, if so voted, during the time when the Pastor's tenure or salary will be under discussion;
12. participate in the life of the denomination.

PASTORAL VACANCIES AND TERMS OF SERVICE

1. When a vacancy in the office of Pastor occurs,
 - A. a Search Committee shall be formed to seek a new settled Pastor. (See Search committee – Article Seven – Standing Committee – Leadership Development Committee) **and**
 - B. the Board of Deacons shall
 1. find appropriate short-term pulpit supply (see Article Seven) **and**
 2. convene a Search Committee for an Interim Pastor (See Article Seven - Board of Deacons Item 8 and Leadership Development Committee Item 13) **and**
 3. recommend a candidate(s) to the Church Council; **and**
 - C. the Church Council shall hire the Interim Pastor from the name(s) provided by the Board of Deacons or ask the Board of Deacons to continue the search for another candidate.
2. A settled Pastor shall be called to an indefinite term of ministry by paper ballot at a meeting of the Governing Body. At least twenty-five (25) percent of the active members of the church as recorded in the most recent year's annual report or a majority of members in attendance at such meeting, whichever is greater, shall be required to affirm the call.
3. The Rhode Island Conference of the United Church of Christ shall, in conjunction with the church, install the settled Pastor.

DISMISSING A PASTOR

1. A settled Pastor may be dismissed by paper ballot at a meeting of the Governing Body. At least twenty-five (25) percent of the active members of the church as recorded in the most recent year's annual report or a majority of members in attendance at such meeting, whichever is greater, shall be required to affirm the dismissal.
2. The settled Pastor shall have been advised of the potential action at least thirty (30) days prior to the meeting called for that purpose.
3. In the case of such dismissal, membership in the Church may be maintained for ninety (90) days from the date of dismissal unless extended by the Board of Deacons.
4. In the case of loss of ministerial standing as defined by the United Church of Christ, dismissal shall occur at once and membership shall cease at once.

OTHER PASTORAL STAFF

1. From time to time the church may call one or more licensed, commissioned or ordained ministers or persons eligible to be ordained, and for the purposes of this document known as "Other Pastoral Staff", to serve with the settled Pastor as settled Associate or Assistant Pastor(s). (See Article Three – Item A.)
2. Other Staff are defined as any and all regularly salaried or hourly employees or any person who may, from time to time, fill a regularly salaried or hourly position.
3. The same policies stated in this article for calling, installing or ending a relationship with the settled Pastor shall apply to such Other Pastoral Staff.
4. The professional responsibilities of such Other Pastoral Staff shall be described in position descriptions approved by the Council.
5. Other Pastoral Staff shall be ex-officio, non-voting members of those Boards and committees where their role(s) and responsibilities normally support such participation.

OTHER STAFF

1. In order to assist in carrying out the full scope of the programs of the Church, other staff, including professionals or qualified volunteers, in music, youth and adult education, office administration, facilities management or other specific skill areas may be hired or recruited. (See Article Six – Church Council).
2. Such staff personnel requirements and issues will be administered in accordance with the policies and procedures of the Church. (See Article Seven – Human Resources Committee).

NON-STAFF APPOINTED POSITIONS ---- All appointed Positions shall be approved by the Church Council.

Assistant(s) to the Treasurer shall:

1. be appointed by and report to the Board of Finance (see Article Seven);
2. be responsible for collecting and counting the weekly offering and depositing it in the bank;
3. serve a maximum of three consecutive one-year terms;
4. upon completing three consecutive terms, wait for a period of one year before being eligible for reappointment; and
5. be bonded in such sum as the Board of Finance may require before assuming the duties of the position.

The **Historian/Archivist** shall:

1. be appointed by and report to the Church Council;
2. gather information of interest and relating to the church, organize such papers, records and files;
3. maintain the archives; and
4. if he/she so desires and pending annual reappointment by the Council, serve without limit.

The **Registrar** shall:

1. be appointed by and report to the Board of Membership;
2. with the assistance of the Board of Membership, manage and maintain the membership records of the Church;
3. record all births, baptisms, marriages, and deaths related to church Members;
4. with the assistance of the Board of Membership, prepare an annual accounting of members for inclusion in the Annual Report;
5. be appointed for an initial term of two years; and
6. if he/she so desires and pending annual reappointment by the Board of Membership, serve without limit.

The **Parliamentarian** shall:

1. be appointed by and report to the Church Council;
2. work in conjunction with the Moderator;
3. provide advice and guidance to the Moderator, Council and Governing Body concerning the interpretation of the By-Laws and other rules of conduct during meetings of the congregation;
4. be appointed for an initial two year term; and
5. if he/she so desires and pending annual reappointment by the Council, serve without limit.

ARTICLE NINE – AMENDMENT OF BY-LAWS

PROPOSAL OF AMENDMENTS – Amendments to the by-laws may be proposed by the Church Council, by any Board, or by written request of 5% of active members submitted to the Secretary of the Church Council.

PROCESS OF DISCUSSION, MODIFICATION, AND APPROVAL

1. Proposed amendments shall be distributed to the congregation according to the notification procedures described in Article Four.
2. Proposed amendments to the by-laws must be considered at two meetings of the congregation.
3. The first meeting shall establish the purpose or reason of the amendment(s). The amendment(s) will be open for discussion and modification during this meeting. Members present at this meeting shall, by majority vote, designate a date for a second meeting.
4. The date of the second meeting shall be not less than twenty-one (21) nor more than forty-five (45) days from the date of the first meeting.
5. The second meeting shall be for the sole purpose of approving or rejecting the amendment(s) as presented and/or modified at the first meeting. A quorum (see Article Four) and subsequent vote of no less than a majority of those members present is required for passage of all amendments to the by-laws.

ARTICLE TEN – DISSOLUTION

To dissolve/disband the Church a vote of no less than a majority of the active members of the church, as recorded in the most recent year's annual report, is required to do so.

All dissolution procedures must be in compliance with state and federal guidelines.

In the event of the Dissolution of the church, all church property, real and effects, shall, unless otherwise restricted, be vested in -

First - such nonprofit church or other nonprofit 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 dissolution; or, if that is not possible, then to

Second – the Rhode Island Conference of the United Church of Christ or its successor; or then, in the event neither of these two options are possible, to

Third – such party or parties as the Court having jurisdiction over the dissolution of the church shall determine.

Any party receiving said property shall be considered as Trustee and owner of the disposed church property.

No officer, member, or employee thereof shall receive any pecuniary profit from the Church except reasonable compensation for services in effecting one or more of its purposes.