

**BYLAWS**

**OF**

**THE ASYLUM HILL CONGREGATIONAL CHURCH**

*May 2016*

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# **BYLAWS OF THE ASYLUM HILL CONGREGATIONAL CHURCH**

## ***I. NAME***

This church shall be known by the name under which it was chartered and later incorporated: “The Asylum Hill Congregational Church,” and is referred to in these bylaws at times as the “church.”

## ***II. STATEMENT OF FAITH AND COVENANTS***

Members of the church affirm a Statement of Faith and covenants as evidence of their association as a distinct body of individuals committed to living the Christian values of this church.

### **A. STATEMENT OF FAITH**

We believe in God, our Creator and Sustainer, infinite in wisdom and goodness; and in Jesus Christ, our Lord, in whom God's will is most perfectly revealed. We believe in the Holy Spirit which, working through us, enables us to respond to all in life which makes for healing, beauty and love.

We affirm the Bible, diligently and prayerfully studied, as the basic authority for our faith.

We profess support for Christ's Church, where in a caring community we proclaim the Crucified and Risen Christ. We commit ourselves to serve this church, to take the Gospel into the world, and to share with all our hope in life, in this world and in the world to come. Thanks be to God. Amen.

### **B. COVENANT OF MEMBERSHIP**

Members of the church pledge themselves to a common Covenant of Membership, as approved and updated from time-to-time by the Board of Deacons.

### **C. COVENANT OF LAY LEADERSHIP**

Volunteer leaders of the church, including deacons, members of committees, task forces, and other volunteers as specified by the Board of Deacons, shall annually affirm and sign a Covenant of Lay Leadership. The Covenant of Lay Leadership shall be approved, and may be amended from time-to-time by the Board of Deacons.

### ***III. FELLOWSHIP AND AFFILIATIONS***

The church, while maintaining independence in the management of its own affairs, will cherish the fellowship of the United Church of Christ; the Hartford Association of the Connecticut Conference, United Church of Christ; the Connecticut Conference of the United Church of Christ; and the General Synod of the United Church of Christ.

### ***IV. MEMBERS***

- A. Persons desiring to unite with the church will confer with a member of the ordained clergy, and shall be received on their assent to the Covenant of Membership. The Board of Deacons shall affirm the admission of all new members.
- B. If a member of this church joins another church without asking for a letter of transfer, he or she shall be transferred to the inactive list of this church.
- C. If a member fully separates himself or herself for more than one year from the fellowship of this church, its worship, service, and support, the Board of Deacons, after appropriate discussion and notification to such member, may transfer such member to the inactive list. Inactive members may be restored to active status by a vote of the Board of Deacons.
- D. Only active members of the church are entitled to vote at its meetings.
- E. Persons who wish to retain membership in their home church may unite with this church as associate members by vote of the Board of Deacons. Persons who wish to join another church may retain their membership with this church as associate members. All associate members will be considered active members and may sit on any board or committee.
- F. The minutes of the Board of Deacons and all committees, sub-committees, task forces, and affinity groups other than the Executive Committee and Personnel Committee shall be available for review by any member of the church. Any member seeking to review any such minutes may request copies from the director of operations.
- G. Members of the church may attend any meeting of the Board of Deacons, committee, sub-committee, task force, or affinity group other than meetings of the Executive Committee and Personnel Committee provided that at least 24 hours prior to the meeting, the member seeking to attend a meeting requests permission to attend from the moderator (in the case of the Board of Deacons) or the chairperson of any other group. The moderator or chairperson, as appropriate, shall not deny the request to attend unless, in the reasonable exercise of his or her discretion, he or she concludes that the member's presence is likely to (1)

interfere with the conduct of the meeting, or (2) result in a breach of an expectation of confidentiality with respect to the subject matter of the meeting. Any disputes between a member desiring to attend a meeting and the moderator or chairperson who has denied a request shall be settled by the Executive Committee.

**V. LEADERSHIP: CLERGY, OFFICERS, BOARD OF DEACONS, COMMITTEES, AND DELEGATES**

**A. CLERGY**

**1. *The Senior Minister.*** The senior minister is the executive and spiritual leader of the church, providing leadership for worship planning, preaching, teaching, pastoral care, strategic planning and stewardship in collaboration with other clergy, staff, the Board of Deacons, committees, and other church groups. The senior minister shall be an ex-officio voting member of the Board of Deacons and all committees and sub-committees, and may delegate one or more of such voting responsibilities to any staff member. The senior minister shall supervise all senior staff of the church and recommend overall guidelines for the roles and standards of performance for all staff members, which guidelines shall be approved or amended by the Personnel Committee.

**2. *Associate or Assistant Minister(s).*** The associate ministers are called to be spiritual leaders of the church, in partnership with the senior minister and in alignment with the church's vision, mission, and values. Each associate minister provides leadership for designated areas of church life and ministry and, as appropriate, engages in the wider mission of the church in the community and the world. Associate ministers serve as the staff liaison for committees and sub-committees related to their ministerial responsibilities and shall supervise staff as assigned.

**3. *Clergy Vacancies.*** When the Board of Deacons decides to seek an ordained member of the clergy, the moderator of the church shall nominate a search committee to be elected by the church congregation. When the committee has approved a candidate, it shall recommend that the Board of Deacons call a meeting of the church for the purpose of voting to extend a call to the candidate to become a minister of the church. The expectation is that search committees will reach a consensus on the person to whom a call should be extended. If a search committee is unable to reach unanimity on a candidate, the Personnel Committee shall have the authority to establish a lesser percentage for approval. The Board of Deacons may employ part-time clergy on behalf of the church without the requirement of the appointment of a search committee or a vote of approval by the members of the congregation.

**B. DIRECTOR OF OPERATIONS**

The Personnel Committee, on the recommendation of its Search Committee, shall employ a director of operations, who shall be responsible for the day-to-day operations of

the church, including but not limited to, supervising and coordinating the church's administrative, clerical and maintenance functions and staff. Working with the Administration and Finance Committee, the Executive Committee and the Personnel Committee, the director of operations shall be responsible for preparing the church's annual budget and implementing and administering the budget upon approval by the Board of Deacons.

### C. OFFICERS

The officers of the church shall be the moderator of the church, the vice moderator of the church, the secretary, the assistant secretary, the treasurer and the assistant treasurer. The officers shall be elected at the annual meetings of the church. Officers shall serve for a term equal to the longer of (1) two years or (2) the date of the second annual meeting following the election. A person shall be eligible for re-election to the same position only after one year has elapsed.

1. **Moderator.** The moderator oversees the work of the Board of Deacons and shares supervision with the senior minister of the church's financial, administrative, and legal affairs. The moderator shall preside at annual meetings and special meetings of the congregation, and at meetings of the Executive Committee and the Board of Deacons. The moderator shall be an ex-officio voting member of all committees and sub-committees.
2. **Vice Moderator.** The vice moderator shall perform the duties of the moderator in the absence of or at the request of the moderator, and shall serve as the chairperson of the Personnel Committee. In that role, the vice moderator will ensure that effective supervision, evaluation, and recognition of staff is provided consistent with personnel policies. Barring unusual circumstances, the Nominating and Governance Committee will nominate the vice moderator to be elected as moderator at the conclusion of his or her term as vice moderator.
3. **Secretary.** The secretary shall make a true record of all business transacted at meetings of the Board of Deacons and at meetings of the congregation authorized under these bylaws.
4. **Assistant Secretary.** The assistant secretary shall perform all duties of the secretary in the absence of or at the request of the secretary.
5. **Treasurer.** The treasurer, who shall be the chairperson of the Administration and Finance Committee, shall receive and hold all property given or entrusted to the church and shall disburse funds as directed by the Board of Deacons or the Executive Committee. The treasurer shall submit a written report at the annual meeting.
6. **Assistant Treasurer.** The assistant treasurer shall perform all duties of the treasurer in the absence of or at the request of the treasurer.

**7. Elections and Vacancies.** Prior to the annual meeting, the Nominating and Governance Committee shall present to the Board of Deacons a proposed slate of officers to fill terms which are expiring. Upon approval of the Board of Deacons, the slate shall be presented at the annual meeting for election. The Board of Deacons, in consultation with the Nominating and Governance Committee, shall have the power to fill vacancies in offices that occur between annual meetings, but only for a term until the next annual meeting. Persons elected to fill vacancies shall be eligible to be elected to a full two-year term and to be re-elected to a second two-year term.

#### **D. BOARD OF DEACONS**

The Board of Deacons shall consist of the senior minister, moderator, vice moderator, secretary, assistant secretary, treasurer (who is also the chairperson of the Administration and Finance Committee), assistant treasurer, and chairpersons of the following committees: Worship and Fine Arts, Outreach, Membership, Communications, Children and Family, Youth, Adult Education, Women's Spirituality and Fellowship, Stewardship, and up to ten members at large. Up to four high school students may also be elected as deacons for one-year terms.

The Board of Deacons is the governing body of the church. Deacons shall acquaint themselves with the nature of the Christian church, give direction to the future of the church, serve at church services, and offer counsel to its officers and others. Deacons shall share the leadership of the church with the ministers, including:

- Affirmation and dismissal of members;
- Developing fellowship within the church;
- The conduct of public worship and the sacraments;
- Short and long-range planning including the development of priorities, programs, and financial strategies;
- Upon the recommendation of the Administration and Finance Committee, the approval and adoption of the annual budget; and
- Review and approval of expenditures of \$10,000 or more by staff or any committee or sub-committee.

Former deacons shall be known as elders and may fulfill the duties of a deacon at worship.

#### **E. COMMITTEES AND SUB-COMMITTEES**

**1. General Provisions.** In addition to the Board of Deacons, the committees of the church shall consist of the Executive Committee, the Personnel Committee, the Nominating and Governance Committee, the Administration and Finance Committee, the Worship and Fine Arts Committee, the Outreach Committee, the Membership Committee, the Communications Committee, the Stewardship Committee, the Children and Family Committee, the Youth Committee, the Adult

Education Committee, and the Women's Spirituality and Fellowship Committee. The sub-committees of the church shall consist of those listed below and others as may be established and designated from time-to-time by the Board of Deacons. The chairpersons of any sub-committees functioning under the umbrella of one of the committees listed below shall serve as ex-officio voting members of the committee under which they serve.

The moderator or the Board of Deacons may from time-to-time establish one or more task forces to address special time-specific needs in the church. The moderator or Board of Deacons, as the case may be, shall define the duties and responsibilities, number of members and terms of the members of each task force. Task forces shall be accountable to either the Board of Deacons or the committee most closely related to the activities of that task force, as specified by the moderator or the Board of Deacons. Task force members may also concurrently serve on any committee or sub-committee, and are not included in the official nominating process.

From time to time, a group of members may respond to a discerned need in the church, community, or world. The Board of Deacons may affirm these groups as affinity groups, based on the church's vision, mission, and values. The Board of Deacons may also assign these groups to a particular committee or sub-committee. Affinity groups shall have open membership, an indefinite time horizon, and determine leadership internally. They are not included in the official nominating process.

**Number of members for committees:** The Board of Deacons shall determine the number of members for committees and sub-committees. On approval by the Executive Committee, any committee or sub-committee may nominate one or two high school students to one-year terms.

**Terms:** Unless otherwise indicated by these bylaws, members appointed or elected to the Board of Deacons, a committee or a sub-committee (except for members of the Executive and the Nominating and Governance Committees) shall serve a term of two years and be eligible for a second term of two years. Thereafter, at least one year shall elapse before a person is eligible for re-election to the same position. Notwithstanding this provision, or anything to the contrary in these bylaws, upon approval by the Executive Committee and Board of Deacons, the chairperson of any committee or sub-committee may be appointed or elected to additional one-year term(s) when deemed appropriate by special circumstances. In the event the church changes its fiscal year (as is contemplated in 2015), references in these bylaws to terms of one or two years shall be deemed to be extended to the next applicable annual meeting.

**Elections and Vacancies:** Prior to the annual meeting, the Nominating and Governance Committee shall present to the Board of Deacons a proposed slate to fill terms which are expiring of: (i) chairpersons of committees and sub-committees, (ii) deacons-at-large, and (iii) members of committees and sub-committees. Upon approval by the Board of Deacons, the slate shall be presented at the annual meeting for election. The Board of Deacons shall have the power to fill vacancies on the Board of Deacons and, in consultation with the appropriate chairperson, vacancies on committees and sub-

committees that occur between annual meetings, but only for a term of office until the next annual meeting of the church. Persons elected to fill vacancies shall be eligible to be elected to a full two-year term and to be re-elected to a second two-year term.

**Minutes:** Every committee and sub-committee shall transmit minutes of its meetings promptly to the director of operations for distribution to the Board of Deacons.

**2. *The Executive Committee.*** The members of this committee shall be the senior minister, moderator, vice moderator, chairperson of the Administration and Finance Committee, and three other members of the Board of Deacons to be appointed by the moderator for a one-year term. The moderator shall chair this committee. Full-time ordained clergy (other than the senior minister) and the director of operations shall be ex-officio members without vote. This committee shall act on behalf of the Board of Deacons between the Board's meetings. Any such action shall be reported to the Board of Deacons at its next meeting.

**3. *The Personnel Committee.*** The Executive Committee, except the clergy and the director of operations, shall function as the Personnel Committee. Working with the senior minister, who recommends and implements the following, the Personnel Committee shall have ultimate responsibility for hiring of staff, terminating the employment of staff, staff relationships, setting salaries within the budget recommended by the Administration and Finance Committee and approved by the Board of Deacons, and an annual review of personnel matters and dismissals. The Personnel Committee shall establish personnel policy subject to the approval of the Board of Deacons. The vice moderator shall chair this committee.

**4. *The Nominating and Governance Committee.*** This committee shall be chaired by a deacon and shall consist of the immediate past moderator, moderator, vice moderator, chairpersons of each committee represented on the Board of Deacons and, if appointed by the moderator to act as chairperson, a deacon-at-large. The moderator shall appoint one of the committee members (other than the immediate past moderator) as chairperson of the Nominating and Governance Committee. The Nominating and Governance Committee shall devise procedures for ensuring that membership on the Board of Deacons, each committee and each sub-committee is broadly representative of the church's membership and diversity; and that the expiration of terms of membership on the Board of Deacons, committees and sub-committees are staggered so as to provide reasonable continuity. The committee shall promote by all available means the use of human resources within the church. It shall solicit from throughout the church names of persons to be actively recruited into the work of the church. It shall, in consultation with staff and other committees, consider organizational changes, bylaw amendments, and self-assessments by the Board of Deacons, committees, and sub-committees.

**5. *The Administration and Finance Committee.*** This committee shall consist of the chairperson, who shall also serve as treasurer of the church, the

assistant treasurer, members-at-large, and chairpersons of the sub-committees functioning under the umbrella of the committee.

This committee shall be responsible for:

- The maintenance of all church property, repairs, alterations, and improvements;
- Insurance;
- The financial assets of the church, including the management, investment, sale, transfer, and conveyance of same;
- All real estate transactions, subject to approval of the Board of Deacons;
- The preparation and presentation of the annual budget to the Board of Deacons, including determining the size of the overall budget and allocation among various departments;
- The annual audit;
- Supervision of the director of operations regarding the financial affairs of the church; and
- Receiving reports and recommendations of its subcommittees for review and consideration as to potential deliberation and action by the director of operations and/or the Board of Deacons. The work of each subcommittee shall be in concert with the activities and responsibilities of the director of operations, who shall serve as an ex-officio member of each subcommittee.

***Sub-Committees of the Administration and Finance Committee***

- a. ***Buildings and Grounds Sub-Committee.*** This sub-committee shall oversee and make recommendations with regard to the physical infrastructure of the church, including but not limited to long-term tangible fixed assets, structural and mechanical components of church property, and the exterior grounds of the church, including but not limited to exterior plantings, walkways, and parking facilities of church property.
- b. ***House Sub-Committee.*** This sub-committee shall oversee and make recommendations with regard to esthetic and ergonomic considerations as they arise from time-to-time in the maintenance, repair, and design of new elements of church property.
- c. ***Investment Sub-Committee.*** This sub-committee shall oversee and make recommendations with regard to the church's financial assets, including but not limited to the church's endowment and other property held by financial institutions.

6. ***The Worship and Fine Arts Committee.*** This committee, and any sub-committees that may be formed from time-to-time by the Board of Deacons, shall

have charge of coordinating the music and arts programs of the church in worship, concerts, workshops and exhibitions for the congregation and the wider community. The committee advises and supports the minister of music and arts and clergy to help inspire and include multiple artistic experiences in the spiritual life of the congregation, including (but not limited to) music, visual arts, theater/drama, literature and movement/dance. Committee members shall consult with and advise clergy on issues related to worship.

**7. *The Outreach Committee.*** This committee shall:

- Promote outreach as a core expression of the church's mission;
- Allocate benevolence expenditures;
- Coordinate outreach efforts, encourage volunteer service, and serve as a resource to parishioner-led faith-in-action ministries; and
- Keep the church informed on, and promote learning about, matters of Christian social concern, and make proposals for action by the church, as appropriate, to the Board of Deacons or to the church congregation.

The committee shall include as full voting members, the chairpersons of any sub-committees functioning under the umbrella of the committee. Subject to the approval of the Board of Deacons, the committee may propose sub-committees to carry out its responsibilities. Leaders of member-initiated affinity groups working on projects or programs related to community outreach shall be encouraged to participate in meetings of the Outreach Committee (without voting authority), and in any event, shall communicate closely and coordinate their work with the committee.

**8. *The Membership Committee.*** The Membership Committee shall seek new members of the church, integrate them into the life of the church, and engage, nurture, and care for all church members. The head usher and the head greeter will be ex-officio members of this committee. The committee shall:

- Contact visitors and prospective new members, welcoming them to the spiritual life of the church, and helping them become acquainted with the programs and services of the church;
- Welcome and assist the congregation at worship services and events by providing ushering, greeting, and other programs to create a welcoming and caring environment to members and visitors alike;
- Develop and conduct orientation programs and classes to aid potential members in understanding the beliefs and structure of the church, their covenant of membership, and helping them begin their assimilation into the full fellowship and the life of the church; and
- Conduct an annual review of membership data maintained in the church records to ensure the accuracy and integrity of the

information contained and the proper application of the membership classifications as defined in these bylaws.

- Work with the staff of the church to develop and administer opportunities that connect members to each other and to the ministries of the church.

**9. *The Communications Committee.*** The Communications Committee shall work with the other programs of the church to promote the mission and core values of the church to members, friends, and the public at large, using print, electronic, and social media. Through the development and implementation of a Communications Plan and Policy, the committee provides counsel, coordination and direction to programs of the church as to how to promote events and services.

**10. *The Stewardship Committee.*** This committee shall be responsible for developing the philanthropic support of the church. In consultation with the Board of Deacons and Administration and Finance Committee, it will oversee the annual Every Member Committed stewardship campaign for operating support of the church, development of major current gifts for programs and facility needs, as well as a planned giving program to encourage long-term gifts to the church. It may organize its work into sub-committees as approved by the Board of Deacons.

#### ***Sub-Committees of the Stewardship Committee***

- a. Every Member Committed Sub-Committee.*** This sub-committee shall lead the annual effort to raise operating funds for the church from the entire church membership.
- b. Planned Giving Sub-Committee.*** This sub-committee shall develop activities to communicate and encourage long-term financial support of the church by its members.

**11. *The Children and Family Committee.*** The Children and Family Committee shall oversee faith formation programs, holy day celebrations, and family activities which serve children from infant through grade 6. Committee members:

- Provide ideas and guidance to church staff on faith formation programs for children and families;
- Assist with volunteer needs consistent with the program missions;
- Are actively engaged with the Spirit Hill Sunday school program by serving as shepherds, teachers, and curriculum advisors; and
- Serve as knowledgeable ambassadors for children and family programs and activities.

**12. *The Youth Committee.*** The Youth Committee shall:

- Support church staff with responsibility for Christian education of students in grades 6 through 12, including confirmation, in creating

a safe and nurturing environment in which youth can grow in their faith;

- Help to plan and execute a variety of programs and events which engage a diverse group of young people; and
- Serve as a connection between young people and the larger church community, and identify opportunities for young people to be directly involved in the wider church community.

**13. *The Adult Education Committee.*** The Adult Education Committee shall engage, enliven, and deepen the faith of adults in the congregation wherever they are on their faith journey. This committee shall respond to the needs of church members, planning programs and events which invite all to discover and discern new ways of understanding and practicing faith and discipleship.

**14. *The Women’s Spirituality and Fellowship Committee*** This committee shall provide the women of the church opportunities for spiritual growth, Christian fellowship, service, and support – fostering relationships between members and friends through:

- Spiritual and Spirit-filled programming;
- Educational opportunities;
- Fellowship events;
- Small groups; and
- Retreats

## **F. LIMITATION OF LIABILITY AND INDEMNIFICATION**

1. The personal liability of a deacon or member of any church committee, sub-committee, task force or affinity group (all of the foregoing are referred to for purposes of this *Section F* as a “Volunteer”) to the church for monetary damages for breach of any duty as a Volunteer shall be limited to the fullest extent permitted by Chapter 598 of the Connecticut General Statutes regarding Religious Corporations and Societies or any other applicable laws presently or hereafter in effect. Without limiting the effect of the preceding sentence, no Volunteer shall be personally liable to the church for monetary damages for breach of a duty as such in an amount greater than the compensation, if any, received by the Volunteer for serving the church during the year of the violation if such breach did not (a) involve a knowing and culpable violation of law by the Volunteer; (b) enable the Volunteer, or an associate (as defined in Section 33-840 of the Connecticut General Statutes) to receive an improper personal economic gain; (c) show a lack of good faith and a conscious disregard for the duty of the Volunteer to the church under circumstances in which the Volunteer was aware that his or her conduct or omission created an unjustifiable risk of serious injury to the church; or (d) constitute a sustained and unexcused pattern of inattention that amounted to an abdication of the Volunteer’s duty to the church. No amendment to, or modification or repeal of this *Subsection 1* shall adversely affect any right or protection of a Volunteer existing hereunder with respect to any act or omission occurring prior to such amendment,

modification or repeal. Nothing contained in this *Subsection 1* shall be construed to deny any Volunteer the benefit of Section 52-557m of the Connecticut General Statutes as in effect at the time of the violation, and nothing contained in this *Subsection 1* shall be construed to deny to the members of the church the benefit of Section 33-264c(d) of the Connecticut General Statutes as in effect at the time of the violation.

2. The church shall, to the fullest extent permitted by law, indemnify its Volunteers from and against any and all of the liabilities, expenses, other matters, or any other applicable laws presently or hereafter in effect, in connection with any action taken by its Volunteers on behalf of the church in connection with their positions as Volunteers. In furtherance and not in limitation thereof, the church shall indemnify a Volunteer for a liability (as defined in subdivision 4 of Section 33-1116 of the Connecticut General Statutes) to any person for any action taken, or any failure to take any action, as a Volunteer, except a liability that (i) involved a knowing and culpable violation of law by the Volunteer, (ii) enabled the Volunteer or an associate (as defined in Section 33-840 of the Connecticut General Statutes) to receive an improper personal gain, (iii) showed a lack of good faith and a conscious disregard for the duty of the Volunteer to the church under circumstances in which the Volunteer was aware that his or her conduct or omission created an unjustifiable risk of serious injury to the church, or (iv) constituted a sustained and unexcused pattern of inattention that amounted to an abdication of the Volunteer's duty to the church.

3. In addition to the foregoing, the church shall provide to its Volunteers the full amount of indemnification that the church is permitted to provide to such Volunteers pursuant to the Connecticut General Statutes or any other applicable laws presently or hereafter in effect in connection with any action taken by such Volunteers on behalf of the church in connection with their position as Volunteers.

4. Expenses incurred by a Volunteer in defending a civil or criminal action, suit or proceeding shall be paid for or reimbursed by the church to the fullest extent permitted by law in advance of the final disposition of such action, suit or proceeding upon receipt of both (i) a written affirmation by the Volunteer of his or her good faith belief that he or she has met the relevant standard of conduct to avoid liability or that the proceeding involves conduct for which liability has been limited under *Subsection 1* above, and (ii) an undertaking by or on behalf of the Volunteer to repay such amount if it shall be ultimately determined that the Volunteer is not entitled to be indemnified by the church.

5. The indemnification and advancement of expenses provided for in this Section F shall not be deemed exclusive of any other rights to which those seeking indemnification or advancement of expenses may be entitled under any agreement, vote of disinterested deacons or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Volunteer and shall inure to the benefit of the heirs, executors and administrators of such a person. Notwithstanding the foregoing, the church shall not provide such indemnification or advancement for expenses to the extent that such indemnification or advancement would constitute self-dealing within the meaning of section 4941(d) of the Internal Revenue Code.

6. No amendment to or repeal of this Section F shall apply to or have any effect on the indemnification of any Volunteer for or with respect to any acts or omissions of such individual occurring prior to such amendment or repeal, nor shall any such amendment or repeal apply to or have any effect on the obligations of the church to pay for or reimburse in advance expenses incurred by a Volunteer in defending any action, suit or proceeding arising out of or with respect to any acts or omissions occurring prior to such amendment or repeal.

#### **G. CONFLICTS OF INTEREST**

Volunteer leaders of the church, including deacons, members of committees, task forces, and other volunteers as specified by the Board of Deacons, shall annually affirm and sign a conflict of interest policy as periodically reviewed and approved by the Board of Deacons.

#### **H. DELEGATES**

Delegates to outside organizations with which the church is affiliated shall be appointed by the moderator. These organizations may include the State Conference of the United Church of Christ; the Hartford Association of the Connecticut Conference, United Church of Christ; and such other organizations as the Board of Deacons may designate. Delegates shall be appointed for one-year terms and are eligible for reappointment.

### ***VI. SACRAMENTS***

- A. The Sacrament of the Lord's Supper will be administered at times determined by the clergy of the church.
- B. The Sacrament of Christian Baptism is not a requirement for new members but will be offered to new members. Children and adults may be baptized at such time and place as is mutually convenient. Parents are encouraged to present their children for Christian Baptism.

### ***VII. MEETINGS OF THE CONGREGATION, COMMITTEES, AND SUB-COMMITTEES***

- A. **ANNUAL MEETINGS.** The annual meeting of the congregation shall be held each year (1) no later than the last day in February in years where the church operates on a calendar year basis, (2) within the 90-day period prior to the close of the church's fiscal year when the church does not operate on a calendar year basis, or (3) on such other date as designated from time-to-time by the Board of Deacons. The purpose of the annual meeting shall be to hear reports; elect officers, deacons, and members of committees and sub-committees; and do any other business proper to be done thereat. The moderator may appoint a parliamentarian to manage the conduct of the meeting at his or her discretion.

**B. SPECIAL MEETINGS.** Special meetings of the congregation may be called by the senior minister or the moderator, and shall be called by the moderator upon the written request by a majority of the Board of Deacons or upon the written request of at least fifty (50) voting members of the congregation. Any such request shall state the purpose or purposes of the meeting requested. If the moderator does not issue the call to the meeting within fourteen (14) days after receipt of a written request as set forth above, the Board of Deacons or members making the request may call the meeting.

**C. NOTICE OF MEETINGS.** A notice of every meeting of the congregation stating the place, day, hour, and the purpose or purposes for which the meeting is called shall be given by the secretary (or other person properly calling the meeting as described in VII. A. above) to each member by publication in the church bulletin or any other publication or electronic communication circulated among the members, and by posting it in a highly visible location within the church building at least thirty (30) days before the meeting. Only the items included in the notice of the meeting may be voted upon at any special meeting of the congregation.

**D. QUORUM AND VOTING REQUIREMENTS.**

1. At a congregational meeting, at least fifty (50) voting members shall constitute a quorum for the transaction of business.

2. At a meeting of the Board of Deacons, a committee, sub-committee or task force, a majority of voting members shall constitute a quorum for the transaction of business.

3. The affirmative vote of a majority of the persons present at any meeting at which a quorum is present of the church congregation, Board of Deacons, committee or sub-committee, as the case may be, shall be required for action by such body, except for those matters for which the vote of a greater proportion of members is required by these bylaws.

**E. ELECTRONIC PARTICIPATION IN MEETINGS.** Deacons or committee members may participate in a meeting of the Board of deacons, committee or sub-committee through the use of any means of communication by which all members participating in the meeting may simultaneously hear one another during the meeting. A person participating in a meeting by this means is deemed to be present in person at the meeting.

**F. ROBERT'S RULES.** All meetings of the church congregation, Board of Deacons, committees and sub-committees shall be governed by the then current edition of Robert's Rules of Order, or such other rules established by the moderator (in the case of meetings of the congregation and Board of Deacons) or chairperson (in the case of meetings of committees and sub-committees).

## ***VIII. AMENDMENTS***

Amendments to these bylaws shall be made by a two-thirds vote of the voting members present at any congregational meeting, in the call for which thirty (30) days' notice of the proposed amendment has been given.

Bylaws adopted 2/12/78; amended 6/4/78; 2/25/79; 2/24/80; 2/22/81; 2/28/82; 2/27/83; 2/22/87; 2/28/93; 2/27/94; 2/26/95; 2/27/00; 2/27/05; 2/24/08; 2/28/09; 2/28/10; amended and restated 2/23/14; amended 5/15/16.