

**CONSTITUTION
And
BY-LAWS**

**The Pilgrim Church in Duxbury
404 Washington Street
Duxbury, Massachusetts 02332**

January 2013

Pilgrim Church Mission Statement

We are a family of believers, centered in Christ, reaching out to others, and welcoming all. We worship God, help each other to grow in God's love, and share our gifts, seeking to live as Jesus taught.

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THE CONSTITUTION OF THE PILGRIM CHURCH IN DUXBURY

ARTICLE I NAME OF THE CHURCH

The name of this incorporated church shall be The Pilgrim Church in Duxbury (United Church of Christ), a Massachusetts non-profit corporation.

ARTICLE II PURPOSE AND POLITY

A. Purpose

The purpose of the church is for the glory of God and the advancement of the Christian faith through practicing public worship, seeking and studying the word of God, developing Christian character, and loving and serving our neighbors in our congregation, community, nation, and world.

B. Polity

Pilgrim Church in Duxbury acknowledges as the sole head of the Church Jesus Christ, Son of God and Savior. Pilgrim Church in Duxbury is Congregational in polity. It is self-governing and joins with sister churches in counsel and cooperation as members of the United Church of Christ. It seeks fellowship with Christian churches and other believers in the one true God.

ARTICLE III DOCTRINE

A. Pilgrim Church Covenant

Confessing our faith in God, Jesus Christ, and the Holy Spirit, we unite together in the fellowship of this church. We promise to live Christian lives, to share in the work of this family of faith and the whole church of Christ, to be loyal to this church, to attend its appointed services, to promote its usefulness as God's instrument, and to walk with one another in love and faithfulness. Trusting in the grace and help of God, we so covenant.

B. Statement of Faith

The United Church of Christ Statement of Faith, adapted by Robert V. Moss, is adopted as our expression of faith.

We believe in God, the Eternal Spirit, who is made known to us in Jesus our brother, and to whose deeds we testify. God calls the worlds into being, creates humankind in the divine image, and sets before us the ways of life and death. God seeks in holy love to save all people from aimlessness and sin. God judges all humanity and all nations by that will of righteousness declared through the prophets and apostles. In Jesus Christ, the man of Nazareth, our crucified and risen Lord, God has come to us and shared our common lot, conquering sin and death and reconciling the whole creation to its Creator. God bestows upon us the Holy Spirit, creating and renewing the Church of Jesus Christ, binding in covenant faithful people of all ages, tongues, and races. God calls us into the Church to accept the cost and joy of discipleship, to be servants in the service of the whole human family, 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. God promises to all

who trust in the gospel forgiveness of sins and fullness of grace, courage in the struggle for justice and peace, the presence of the Holy Spirit in trial and rejoicing, and eternal life in the kingdom which has no end. Blessing and honor, glory and power be unto God. Amen.

C. Mission Statement

We are a family of believers, centered in Christ, reaching out to others, and welcoming all. We worship God, help each other to grow in God's love, and share our gifts, seeking to live as Jesus taught.

BY-LAWS OF THE PILGRIM CHURCH IN DUXBURY

ARTICLE I PURPOSE OF BY-LAWS

These rules govern our organization and are intended to enable us to carry out our church's mission and operations with efficiency, transparency, and Christian love. They are to be respected and upheld until amended as provided in ARTICLE IX.

ARTICLE II MEMBERSHIP

A. Members

Members of the congregation shall be recommended by the Senior Pastor and approved by the Board of Deacons and received during a regular service of worship. Anyone who is unable to attend this service of worship after approval may be received in absentia.

Persons shall become members by:

1. Baptism and either confirmation or profession of faith in Jesus Christ as Lord and Savior; or
2. Reaffirmation or re-profession of faith; or
3. Letter of transfer or certification from other Christian churches.

B. Responsibilities

Members shall pledge themselves to attend the regular worship of the church, to live the Christian life, to share in the life and work of the church, to contribute to its support and benevolences, and to seek diligently the spiritual welfare of the membership and community.

C. Rights of Members

Church members shall have the right to vote on all matters except those which are specifically prohibited by the laws of the Commonwealth of Massachusetts.

D. Termination

Members by their own request may be granted a letter of transfer. If wishing to join a body not in fellowship with this church, they may be released with a certificate of church membership. Members moving to other localities may transfer their membership to the church of their choice.

ARTICLE III MEETINGS OF THE CONGREGATION

A. Authority

The meeting of the congregation, by a majority vote of those members present and subject to the By-laws, shall be the authority on all matters concerning the church.

B. Quorum

A quorum shall be the number of members present and voting at the meeting.

C. Program Year

The Program Year of Boards and Committees of the Church shall be June 1 through May 31.

D. Fiscal Year

The fiscal year of the church shall be from January 1 through December 31.

E. Congregational Meetings

1. Annual Meeting

There shall be an Annual Meeting of the congregation on a date in May set by the Council. It shall be announced from the pulpit on the two preceding Sundays, and notice thereof shall be posted on the bulletin board for at least seven (7) days prior to the date of the meeting.

All members shall be notified by mail or email of the date of the Annual Meeting; such notice shall be mailed or emailed not less than seven (7) or more than twenty (20) days prior to the Annual Meeting.

2. Annual Budget Meeting

There shall be an Annual Budget Meeting of the congregation at a date set by the Council following the annual stewardship campaign and prior to January 31. This meeting shall be for the purpose of approving the budget for the fiscal year commencing January 1. Approval of the Annual Budget shall be by a majority vote of the congregation present and voting. Notice to the members shall follow the same procedure as that for the Annual Meeting.

3. Special Meetings

A Special Meeting may be called by the Council or the Senior Pastor upon written request of five (5) members of the church. Notice of such Special Meeting shall include a specific statement of the purpose of such meeting and matters to be considered. Notice to the members shall follow the same procedure as that for the Annual Meeting.

F. Voting

All meetings of the congregation shall be open and friends will be welcome. Friends are welcome to the courtesy of the floor. Voting shall be by members only.

G. Annual Report

Reports shall be required from each Officer, Board and Committee for inclusion in the Annual Report to the church to be presented to the congregation at the Annual Meeting. These reports are to be submitted to the church office in a timely fashion to allow the office to prepare the Annual Report prior to the Annual Meeting.

H. Preliminary Budget Requests

Budget requests—with all pertinent documentation from each Officer, Board and Committee, as may be relevant—shall be submitted to the Board of Trustees in a timely fashion to allow the Board of Trustees to prepare the Annual Budget prior to the Annual Meeting.

ARTICLE IV JOB DESCRIPTIONS AND PERSONNEL POLICY DOCUMENTS, COMPENSATION AND EXPENSES

A. Job Description and Personnel Policy Documents

1. Job Description

A Job Description is a document which defines for each non-clergy staff position its responsibilities, duties and authority, including the required qualifications so that all parties concerned understand fully the scope, commitments and responsibilities the position entails.

2. Development and Review of Job Descriptions

As set forth in Article VII, Job Descriptions shall be developed by each Board with respect to staff members over which such Board has supervisory authority. Boards shall coordinate the review and revision of Job Descriptions in cooperation with the Personnel Subcommittee.

3. Personnel Policy Documents

Personnel Policy Documents define for all staff members fringe benefits, working periods, time off and any other pertinent working conditions and compensation in such a manner that all parties concerned are aware of the respective commitments and responsibilities. The Personnel Subcommittee of the Board of Trustees shall be responsible for the maintenance of Personnel Policy Documents, and shall coordinate the review and revision of same in cooperation with appropriate Boards and supervisory staff on an as-needed basis.

4. Approval and Maintenance of Job Description and Personnel Policy Documents

All Job Descriptions and Personnel Policy Documents shall be approved and signed by the respective staff member, the appropriate Board chairperson, and the chairperson of the Personnel Subcommittee. After all approvals and signatures, these documents shall become a part of the official church records, and shall be so filed.

B. Compensation

1. The salaries or wages and benefits of the Clergy and Staff shall be determined by the Board of Trustees after due consideration of the recommendations of the relevant Boards and Committees, based on the church's covenantal relationships and subject to the Clergy Call Agreements.

2. The salaries or wages, expenses and benefits of the Clergy and Staff shall be presented by the Board of Trustees to the Church Council as part of the Annual Budget. The Council, by majority vote, shall recommend the compensation package as part of the Annual Budget to congregation.

3. The budget and compensation package shall be approved by a majority of the congregation present and voting at the Annual Budget Meeting.

C. Expenses

Reimbursement of expenses for the Clergy, staff, Board and Committee members and others who incur expenses on behalf of the church shall be provided as part of the Annual Budget prepared by the Board of Trustees.

ARTICLE V CLERGY AND NON-CLERGY STAFF

The staff of the church may be a Senior Pastor, an Associate Pastor (the “Clergy”), a Church School Superintendent, a Minister of Music, Choir Directors, a Finance Manager, an Administrator, a Collector, a Secretary, a Sexton, and a Bookkeeper (the “non-Clergy Staff”). A staff member of the church cannot be an Officer of the church or a voting member of a Board or Committee. Non-clergy staff may not serve on the Council; however, non-clergy staff may be invited to attend Council meetings from time to time for purposes deemed necessary by Council.

A. Clergy

The relationships between Pilgrim Church in Duxbury and its Clergy shall be governed by the terms of a Pastoral Call Agreement with each Clergy member. The Pastoral Call Agreement establishes a covenantal relationship between the Pastor and the congregation which openly outlines terms which both parties have agreed upon in good faith.

1. Senior Pastor

- a. The Senior Pastor shall be recommended with the advice of the Board of Deacons by a Pastoral Search Committee selected by the Council, as described in ARTICLE VIII, Section C.2. The Senior Pastor shall be approved by the Council and then chosen by the congregation at the Annual Meeting or a Special Meeting of the congregation called for that purpose by a two-thirds (2/3) vote of those members present and voting, to be elected for an indefinite term.
- b. The Senior Pastor shall be accountable to the Church Council and Board of Deacons and evaluated by the Board of Deacons.
- c. The Senior Pastor shall preach the Gospel, administer the Sacraments, be in charge of the spiritual welfare and development of the church, take charge of the service of public worship, and administer the activities of the church in cooperation with the various Boards and Committees. He or she shall be an ex officio and advisory member of all Boards and Committees, and shall attend the meetings of the Board of Deacons and Church Council.
- d. The Senior Pastor may resign, or the Senior Pastor may be terminated by the congregation by a two-thirds (2/3) vote of those members present and voting at a Special Meeting of the congregation called for that purpose. Upon termination by either the Senior Pastor or the congregation, at least three (3) months written notice must be given by either to the other.
- e. Current staff members shall not be allowed to candidate for the Senior Pastoral vacancy.

2. Associate Pastor

- a. The Associate Pastor shall be recommended with the advice of the Board of Deacons by a Pastoral Search Committee selected by the Council, as described in ARTICLE VIII, Section C.2. The Associate Pastor shall be approved by the Council and then be chosen by the congregation at the Annual Meeting or Special Meeting of the congregation called for that

purpose by a two-thirds (2/3) vote of the members present and voting, to be elected for an indefinite term.

b. The Associate Pastor shall report to the Senior Pastor or his designee and is accountable to and evaluated by the Senior Pastor or his designee and the Board of Deacons.

c. The Associate Pastor shall assist the Senior Pastor in preaching the Gospel, in administering the Sacraments, in performing his or her responsibility to the spiritual welfare and development of the church, in conducting the service of public worship, and in administering the activities of the church.

d. The Associate Pastor shall be an ex-officio and advisory member of Boards and Committees as directed by the Senior Pastor.

e. In the absence of the Senior Pastor, the Associate Pastor shall perform the responsibilities of the Senior Pastor as directed by the Board of Deacons.

f. The Associate Pastor may resign or the Associate Pastor may be terminated by the recommendation of the Senior Pastor and the Board of Deacons with approval by the Church Council. Upon termination by either party, at least three (3) months written notice must be given by either to the other.

B. Non-Clergy Staff

1. Administrator

a. The Administrator shall be recommended by the Board of Trustees with the approval of the Senior Pastor and approved by the Church Council.

b. The Administrator shall report to the Senior Pastor or his designee for responsibilities and is accountable to and evaluated by the Senior Pastor or his designee and the Board of Trustees.

c. The Administrator shall serve as the Senior Pastor's administrative liaison, function as the communication coordinator for the church, provide supervision for the Sexton and the Secretary, and have the responsibility for the basic security of the church.

d. The Administrator may resign or the Administrator may be terminated by the recommendation of the Board of Trustees with approval by the Church Council. Upon termination by either party, at least three (3) months written notice must be given by either to the other.

2. Minister of Music

a. The Minister of Music shall be recommended by the Music Board and a Search Committee selected by the Church Council and approved by the Senior Pastor and Church Council.

b. The Minister of Music shall report to the Senior Pastor or his designee for responsibilities and is accountable to and evaluated by the Senior Pastor or his designee and the Music Board.

c. The Minister of Music shall direct the music program at Pilgrim Church in Duxbury and will oversee the staff and volunteers who provide organ, instrumental, choral, and/or soloist music at the regularly scheduled Sunday service and the special services during the year. The Minister of Music shall also direct the Senior Choir and shall oversee the staff who provide accompaniment for summer soloists. The Minister of Music shall also supervise and evaluate other music personnel, such as Choir Directors, Organists and Pianists. The Minister of Music shall be responsible for coordinating and supervising all musical activities

and groups within the church, including visiting musicians. The Minister of Music shall administer the budget of the Board of Music and shall also be responsible for arranging for tuning/maintenance of the organ, pianos, and bells. The Job Description of the Minister of Music shall be prepared and maintained by the Board of Music in conjunction with the Senior Pastor or his designee.

d. The Minister of Music may resign or the Minister of Music may be terminated by the recommendation of the Board of Music with approval of the Church Council. Upon termination by either party, at least three (3) months written notice shall be given by either to the other.

3. Choir Directors

a. The Choir Directors shall be recommended by the Minister of Music and approved by the Board of Music.

b. The Choir Directors shall report to the Minister of Music for responsibilities and be accountable to and evaluated primarily by the Minister of Music and the Board of Music.

c. The Choir Directors' Job Descriptions, if any, shall be prepared and maintained by the Board of Music or their designee.

d. The Choir Directors may resign or the Choir Directors may be terminated by the recommendation of the Board of Music with approval by the Church Council. Upon termination by either party, at least three (3) months written notice must be given by either to the other.

4. Finance Manager

a. The Finance Manager shall be recommended by the Board of Trustees and the Treasurer and approved by the Council.

b. The Finance Manager shall report to the Treasurer for responsibilities and shall be accountable to the Treasurer, the Senior Pastor or his designee and Board of Trustees, and shall be evaluated by the Treasurer and Board of Trustees.

c. The Finance Manager's Job Description shall be prepared and maintained by the Board of Trustees, with input from the PCCP Board.

d. The Finance Manager may resign or the Finance Manager may be terminated by the recommendation of the Board of Trustees with approval by the Church Council. Upon termination by either party, at least three (3) months written notice must be given by either to the other.

5. Collector

a. The Collector shall be recommended by the Trustees and approved by the Council.

b. The Collector shall report to the Finance Manager and Administrator for responsibilities, and is accountable to the Finance Manager and Board of Trustees, and evaluated by the Finance Manager.

c. The Job Description of the Collector shall be prepared and maintained by the Board of Trustees.

d. The Collector may resign or the Collector may be terminated by the Board of Trustees with approval by the Church Council. Upon termination by either party, at least three (3) months written notice must be given by either to the other.

6. Secretary

- a. The Secretary shall be recommended by the Administrator and Trustees and approved by the Council.
- b. The Secretary shall report to the Senior Pastor and the Administrator for responsibilities, is accountable to the Administrator and Senior Pastor, and is evaluated by the Administrator.
- c. The Job Description of the Secretary shall be prepared and maintained by the Board of Trustees with input from the Administrator.
- d. The Secretary may resign or the Secretary may be terminated by the recommendation of the Board of Trustees with approval by the Church Council. Upon termination by either party, three (3) months written notice must be given by either party to the other.

7. Sexton

- a. The Sexton shall be recommended by the Trustees and approved by the Church Council.
- b. The Sexton shall report to the Administrator for responsibilities, is accountable to the Administrator and the Board of Trustees, and evaluated by the Administrator.
- c. The Job Description of the Sexton shall be prepared and maintained by the Board of Trustees, with input from the Administrator.
- d. The Sexton may resign or the Sexton may be terminated by the recommendation of the Board of Trustees with approval by the Church Council. Upon termination by either party, three (3) months written notice shall be given by either to the other.

8. Bookkeeper

- a. The Bookkeeper shall be recommended by the Finance Manager, the Treasurer and the Trustees and approved by Council.
- b. The Bookkeeper shall report to the Finance Manager for responsibilities, is accountable to the Finance Manager and the Board of Trustees, and evaluated by the Finance Manager.
- c. The Job Description of the Bookkeeper shall be prepared and maintained by the Board and the Trustees with input from the Finance Manager.
- d. The Bookkeeper may resign or the Bookkeeper may be terminated by the recommendation of the Board of Trustees with approval by the Church Council. Upon termination by either party, three (3) months written notice shall be given by either to the other.

9. Church School Superintendent

- a. The Church School Superintendent shall be recommended by the Senior Pastor or his designee and the Board of Christian Education and approved by Council.
- b. The Church School Superintendent shall report to the Board of Christian Education for responsibilities, is accountable to and evaluated by the Senior Pastor or his designee and the Board of Christian Education.
- c. The Job Description of the Church School Superintendent shall be prepared and maintained by the Board of Christian Education in conjunction with the Senior Pastor or his designee.
- d. The Church School Superintendent may resign or be terminated by the recommendation of the Board of Christian Education with approval by the Church Council. Upon termination by either party, three (3) months written notice shall be given by either to the other.

10. Minister of Youth

- a. The Minister of Youth shall be recommended by the Senior Pastor or his designee and the Board of Christian Education and approved by Council.
- b. The Minister of Youth shall report to the Board of Christian Education for responsibilities, is accountable to and evaluated by the Senior Pastor or his designee and the Board of Christian Education.
- c. The Job Description of the Minister of Youth shall be prepared and maintained by the Board of Christian Education in conjunction with the Senior Pastor or his designee.
- d. The Minister of Youth may resign or be terminated by the recommendation of the Board of Christian Education with approval by the Church Council. Upon termination by either party, three (3) months written notice shall be given by either to the other.

ARTICLE VI OFFICERS

The Officers of the church are the Moderator, Treasurer, Clerk, Historian, Chairperson of the Board of Deacons, and Chairperson of the Board of Trustees. All elected officers shall be active members of the church. Officers must be at least eighteen (18) years of age. No member may serve as an officer in more than one capacity at any given time. Unless otherwise specified, no officer may serve consecutive terms. "Terms" of Officers are defined below in this Article. Election for a term of office, following the completion of an unexpired term of another officer, shall not be considered as consecutive terms. Regular meeting attendance is required of all Officers. Three or more absences not excused by the Council or appropriate Board within a year is considered to be a resignation by such Officer; however, the Council will have the authority to make an exception in special circumstances. It is the responsibility of any Officer to recuse himself from voting on any issue that would constitute a conflict of interest. Any questions regarding potential conflicts of interest shall be resolved by the Moderator. No family member of a staff member may be an Officer.

A. Moderator

1. Term

The Moderator shall be elected for a term of one (1) year at the Annual Meeting and may not serve more than two (2) consecutive terms.

2. Duties

It shall be the duty of the Moderator to preside at all congregational meetings. The Moderator also serves on the Pastor-Parish Relations Committees, the Strategic Planning Committee (SPC) and By-law committee, and is responsible for appointing at-large members to the SPC and By-law committee. The Moderator is also responsible for appointing members to the nominating Committee for Church Council approval.

B. Treasurer

1. Term

The Treasurer shall be elected for a term of two (2) years at the Annual Meeting and may not serve more than two consecutive terms.

2. Duties

- a. The Treasurer shall be a member of the Board of Trustees and the Church Council.
- b. The Treasurer shall be responsible for receiving, holding and disbursing, with approval of the Board of Trustees, all church operating and Mission monies and shall be responsible for overseeing suitable books of accounts. The Treasurer shall submit on a monthly basis a percentage of offerings designated "Missions" to the Massachusetts Conference of the United Church of Christ for Our Church's Wider Mission (OCWM) as set forth in Article VII, Section E.
- c. The Treasurer shall review and supervise the activities of the Finance Manager.
- d. The Treasurer shall provide suitable financial statements for the Annual Meeting and the Annual Budget Meeting, and as often as additionally required by the Trustees; and shall provide monthly statements of the Missions budget to the Board of Christian Outreach.
- e. The Treasurer shall keep the church funds in such banking institutions as shall be approved by the Board of Trustees.

C. Clerk

The Clerk shall be elected for a term of one (1) year at the Annual Meeting. The Clerk may be elected for three (3) consecutive terms. The Clerk shall keep a faithful record of all proceedings at meetings of the congregation and Council, shall attend to the correspondence relative to such meetings and perform such duties as pertain to the office.

D. Chairperson of the Board of Deacons

The chairperson of the Board of Deacons shall be considered an officer of the church. See description of duties under ARTICLE VII.

E. Chairperson of the Board of Trustees

The Chairperson of the Board of Trustees shall be considered an officer of the church. See description of duties under ARTICLE VII.

F. Historian

The Historian shall record the important events of each year in the official historical records of the church; shall assemble for preservation such objects and materials as are pertinent to the history of the church; shall provide a proper place for exhibiting historic items of the church; and, as deemed appropriate, shall publish a brief history of the church. The Historian may report at the Annual Meeting. The Historian shall be elected annually and may serve without time limit.

ARTICLE VII PILGRIM CHURCH BOARDS, STANDING COMMITTEES AND SUBCOMMITTEES

A. General

1. Boards of the church elected at the Annual Meeting shall consist of the following: Board of Christian Education, Board of Christian Outreach, Board of Christian Stewardship, Board of Deacons, Board of Music, P.C.C.P. Board, and Board of Trustees.
2. All Board and Committee members shall be elected for three (3) year terms on a rotating basis, except as otherwise provided. Terms shall be coterminous with Annual Meeting,

except as otherwise provided. Members may not serve consecutive terms on the same Board or Committee, except as otherwise provided. A person serving less than a three (3) year term shall be eligible to serve a consecutive term. A person completing a three-year term may continue in place to complete another member's unexpired term, should such a vacancy exist. Regular meeting attendance is expected of all Board and Committee members. Three or more absences not excused by such chairperson within a year may be considered to be a resignation from the Board or Committee; however, Officers and chairpersons may make an exception in special circumstances.

3. Each Board or Committee shall report annually to the congregation at the Annual Meeting as provided in Article III.
4. Standing Committees of the church elected shall consist of the following: Associate Pastor-Parish Relations Committee, By-law Committee, Denominational Affairs Committee, Duxbury Interfaith Council Committee, Flower Committee, Memorial Committee, Nominating Committee, Senior Pastor-Parish Relations Committee, and Strategic Planning Committee.
5. It is the responsibility of all Board, Committee and Council members to recuse themselves from voting on any issue that would constitute a conflict of interest. Any questions regarding conflicts of interest shall be resolved by the Moderator.
6. Boards and Committees shall observe the following procedures:
 - a. All decisions shall be formalized either by consensus (accepted by all members), or by a majority vote. All decisions shall be recorded in the minutes.
 - b. Minutes of each meeting shall be recorded, approved by vote of the group, and transmitted electronically to the Church Secretary.
 - c. Boards with staff evaluation and/or budget development responsibilities shall complete and submit required documentation in a timely fashion, according to the instructions of the Personnel Subcommittee and Board of Trustees, who will work with Boards on any concerns.
 - d. The Chairperson or designee provides leadership for the Board or Committee and ensures that it fulfills its duties. The Chairperson provides an agenda for and leads the Board or Committee's monthly meeting and attends Council meetings.
Chairpersons shall be elected annually, according to the following process:
 - (1.) At a Board or Committee meeting prior to the Annual Meeting in May, Board or Committee members in the incoming third year class will be asked to indicate their willingness to serve as chairperson for the following program year.
 - (2.) If one or more eligible people is/are willing to serve, all names will be placed in nomination, and a vote will be taken by all members present.
 - (3.) If no one is willing to serve, the procedure will be repeated with the incoming second year class.
 - (4.) The chairperson shall be elected by a majority of those present.
7. Once the annual budget is approved by the congregation, Board / Committee decisions should not be subject to reversal by the Board of Trustees or the Finance Manager without advance board-to-board communication.

8. "Ex-officio" as used in these by-laws shall mean a non-voting representative unless otherwise stated.
9. Boards and Committees may, from time to time, form subcommittees to help in the administration of their duties, or to meet other needs of the congregation. Boards and Committees may appoint non-Board/Committee members to serve on their subcommittees. The term of service for such appointees shall be one year, and subcommittee members may be reappointed to serve consecutive terms without limitation. Each subcommittee shall include at least one member of its governing Board or Committee.

B. Board of Christian Education

1. Mission

The mission of the Board of Christian Education is to help the youth of our church, from infants to senior year of high school, understand, share and celebrate God's Word through coordinating the overall educational mission of our church.

2. Membership

The Board shall consist of the Church School Superintendent and twelve (12) additional members, four (4) to be elected each year.

3. Responsibilities

a. The Board shall be responsible for the establishment, direction and supervision of appropriate programs for youth and adult education including, but not limited to, a church school and youth fellowship programs. The Board's responsibilities shall include determining, with the approval of the Church Council, educational policy and curriculum; obtaining supplies and equipment; directing and coordinating the work of the Church School Superintendent; working with the Church School Superintendent to recruit, appoint, train, guide and support church school staff and youth fellowship leaders; overseeing church school offerings and youth accounts, including providing for such bookkeeping and reporting as necessary; arranging mission trips and other events. The Board may, with the approval of the Board of Trustees, raise funds for such trips and events.

b. The Board shall establish and maintain a church school library.

4. Church School Superintendent

The Board, in conjunction with the Senior Pastor or his designee, shall create and maintain the Job Description of the Church School Superintendent. Other provisions relating to the Church School Superintendent are set forth in ARTICLE V, Section B.9.

5. Teaching Parish Committee

In any year in which Pilgrim Church serves as a Field Education setting, the Board shall establish and maintain a subcommittee known as the Teaching Parish Committee (the "TPC").

a. Mission and Responsibilities. The TPC shall select, support and evaluate a Minister-in-

Training and interpret the Field Education Program to the congregation.

b. **Membership.** The TPC shall consist of seven (7) members including: two (2) members active in the youth fellowship program, one (1) member of the Board of Deacons, one (1) member of the Board of Christian Education, and three (3) members-at-large. Members shall serve one (1) year terms and may serve consecutive terms. The Supervisor to the Minister-in-Training shall be a member ex-officio.

C. Board of Christian Outreach

1. Mission

The mission of the Board of Christian Outreach is to follow Jesus' teachings by identifying needs in the local community and beyond, then engaging the congregation to meet those needs.

2. Membership

The Board shall consist of nine (9) members, three (3) to be elected each year.

3. Quorum

Five (5) members shall constitute a quorum.

4. Responsibilities

The responsibilities of the Board include:

a. In cooperation with the Senior Pastor or designated Clergy staff member, to make a continuing assessment of the needs of people at the local, state, national and international levels and to inform and educate the congregation about same; to offer means of mobilizing to meet those needs to the fullest extent possible; and to give and recruit leadership for action and service.

b. The Board shall be responsible for the disbursement of offerings designated "Missions" as follows:

(1.) The Board shall be authorized to spend up to thirty (30) percent of funds designated "Missions" for local and special programs approved by the Church Council, and shall report a summary of such disbursements to the Council as appropriate. Council's acceptance of the monthly report of Missions expenditures by the Treasurer as provided below in subsection (2.) shall be deemed to be approval of Board of Outreach expenditures.

(2.) Seventy (70) percent of offerings designated "Missions" shall be submitted monthly by the Treasurer to the Massachusetts Conference of the United Church of Christ for Our Church's Wider Mission (OCWM).

The Board shall elect an Outreach Treasurer, who shall work with the church Treasurer, Bookkeeper and/or Finance Manager to keep accounts of Outreach expenditures. To enable it to meet its obligations under this section, the Board shall receive a monthly report of the collection and disbursement of all funds designated "Missions" from the church Treasurer, Bookkeeper or Finance Manager. Such monthly report shall also go to the Council.

c. The Board shall promote understanding and cooperation in the United Church of Christ, interdenominational and interfaith associations, and with other caring and helpful agencies in our society.

D. Board of Christian Stewardship

1. Mission

The mission of the Board of Christian Stewardship is to help church members understand, practice and proclaim God's call through generosity.

2. Membership

The Board shall consist of six (6) members, two (2) to be elected each year. Members can be reelected to serve consecutive terms. The Senior Pastor or his designee and church Treasurer shall serve as ex-officio members.

3. Responsibilities

The Board shall lead the annual fund-raising campaign that supports the operations of Pilgrim Church. The Board may lead other fund-raising campaigns with the approval of Council.

E. Board of Deacons

1. Mission

The Board of Deacons serves in cooperation with the ordained clergy to lead the pastoral ministries of the church and to provide for the spiritual well-being of the congregation.

2. Membership

The Board of Deacons is composed of twelve (12) members, six (6) men and (6) women. Two (2) men and two (2) women who have demonstrated spiritual commitment and dedication to the church are elected each year.

3. Quorum

Seven (7) members constitute a quorum.

4. Responsibilities

The Deacons oversee the Clergy as provided in Article V. Deacons are generally responsible for the worship, fellowship, and spiritual experience of our church members and visitors. Deacons are responsible for the implementation and oversight of adult Christian education. Deacons participate in the preparation and service of the sacraments. Deacons assist in caring for the poor, the sick, the sorrowing, the indifferent, and the stranger. Deacons may assist with memorial services and weddings. Deacons assist the Senior Pastor in matters of pulpit supply--arranging for guests who can deliver the sermon and conduct worship in the absence of the Senior Pastor and Associate Pastor. Deacons may provide oversight of any additional worship services offered at Pilgrim Church, aside from the regular Sunday morning and holiday worship services. Deacons maintain the membership rolls of the church, determining active and inactive members, and notifying the church administrator and the Board of Trustees of any changes of which Deacons become aware.

5. Chairperson

The Chairperson of the Board of Deacons is an Officer of the church.

6. Caregiving Ministries

Caregiving Ministries are those ministries primarily concerned with the spiritual and physical well-being of members of the congregation and the community. Caregiving Ministries can also be ministries that encourage hospitality. The Board of Deacons has oversight for the Caregiving Ministries as they may exist from time to time, including, but not limited to, Stephen Ministries. Oversight responsibility includes understanding the mission of the different Caregiving Ministries, acting as a bridge between a person or group in need and the respective Caregiving Ministry which meets their need, ensuring that ministries are properly resourced and developed according to vision and plan, and advocating for the various Caregiving Ministries within the church.

F. Board of Music

1. Mission

The mission of the Board of Music is to plan and set policy for, support, and coordinate the music ministry of Pilgrim Church.

2. Membership

The Board of Music shall consist of nine (9) members, three (3) to be elected each year. The Minister of Music and other Music staff shall be ex-officio members of the Board.

3. Responsibilities

a. General

The Board of Music is responsible for setting the direction and goals for the music program. The Board provides support for the church music staff, develops and maintains the Job Description for and provides an annual personnel review for the Minister of Music, and plans special music events. The Board also provides recommendations to the church on major purchases of instruments and on needed music staff.

b. Budget

The Board develops and manages an annual budget, administered by the Minister of Music, which covers the expenses of the various choirs, tuning of the organ and pianos, maintenance of bells, the cost of musicians for special services and a substitute organist, and payments to choir section leaders.

4. Minister of Music

The duties of the Minister of Music are set forth in ARTICLE V, B.2.

G. Pilgrim Childcare and Preschool Board

1. Mission

The Pilgrim Child Care and Preschool Board is responsible for the direction, supervision, and operation of the Pilgrim Child Care and Preschool (PCCP). The PCCP Board, through ongoing communication with the school's Director, the Finance Manager, and the Boards of Christian Education and Trustees, oversees the management of PCCP's operations,

providing strategic support and managerial guidance.

2. Membership

The Pilgrim Childcare & Preschool (“PCCP”) Board shall consist of eight (8) members; one (1) member from the Board of Trustees, seven (7) members at large, and the Director of the PCCP, ex-officio. The members at large shall serve a three (3) year term. Terms shall be rotating with two (2) incoming members being elected each year, and three (3) incoming members every third year, as appropriate. A parent who has a child enrolled in the PCCP may not serve on the Board.

3. Meetings and Quorum

The Board shall meet once monthly unless otherwise voted by the Board. Four (4) members shall constitute a quorum.

4. Responsibilities

a. Operating Pilgrim Childcare & Preschool

The PCCP Board shall be responsible for the direction, supervision, and operation of a quality Massachusetts licensed facility known as the "Pilgrim Childcare & Preschool" (“PCCP”). Day-to-day operations of the PCCP will be managed by the PCCP Director (“Director”) with assistance from the Bookkeeper, in cooperation with the Administrator and/or the Church School Superintendent, as appropriate. The Finance Manager will serve as a consultant to the PCCP Board.

Pilgrim Church staff are not authorized to act as representatives of the PCCP Board in any matter. The Board shall take actions necessary, including cooperating with the appropriate governing bodies, to ensure that the PCCP complies with all state and federal regulations and laws.

The Director and Bookkeeper report to the PCCP Board. Other PCCP staff report to the Director. PCCP staff issues should be resolved by the Director, but the Director’s decisions can be appealed to the Board.

b. Budget

The Board shall develop annually an operating and capital budget for the ensuing year and shall monitor the PCCP’s performance against the approved budget. This budget shall be presented to the Trustees for risk assessment and approval. Changes in key aspects of PCCP’s approved budget in excess of 10% of the approved budget surplus (but not less than \$5,000) must be presented to Trustees for approval.

The budget preparation and approval process should include guidance from the Board of Trustees on items such as staff compensation and benefits, church revenue needs, and PCCP’s capital needs. The PCCP Board may propose retention of part of the surplus as needed for the PCCP operation. This proposal will be presented to the Board of Trustees for approval. The decision of the Board of Trustees will be based on the overall status of Pilgrim Church’s finances with due consideration of the PCCP needs.

5. PCCP Advisory Committee

All outgoing members, who are willing to participate, will automatically become members of the PCCP Advisory Committee. The advisory committee will assist the Board to retain the history and lessons learned from the business, to maintain continuity of direction and policy, and to provide advice in key areas. In addition, the advisory committee may, from time to time, undertake studies/projects at the request of the Board chairperson. The results

of such studies shall be provided to the Board for their use and ultimate disposition.

H Board of Trustees

1. Mission

The Board shall be the legal and business agent of Pilgrim Church. Its mission is to oversee and lead us in our financial operations and in the management of our personnel and physical resources, to enable and support the ministries of the church.

2. Membership

The Board of Trustees shall be composed of nine (9) members, three (3) to be elected each year, plus the Treasurer.

3. Quorum

Five (5) members constitute a quorum.

4. Responsibilities

a. The Board of Trustees shall present a budget for each fiscal year to the Church Council and the congregation for approval by a majority of those present and voting at the Annual Budget Meeting (the "Annual Budget").

b. The Board shall arrange for the raising of required funds in cooperation with the Board of Christian Stewardship; it shall approve, within the Annual Budget, the salary or other compensation of all employees of the church (as described in Article V); it shall have care and custody of all church property, and it shall review all fund raising proposals and make recommendations regarding same to the Church Council.

c. The Board of Trustees shall approve or delegate authority to approve all bills, expenses and accounts against the church prior to their payment by the Treasurer. The Board shall have authority to commit and expend funds and to purchase, sell, lease, mortgage or transfer church property within the confines of the Annual Budget or within the limits of the established Capital Reserve Fund. Any purchase, sale, lease, mortgage or transfer in excess of the approved budget of the Capital Reserve Fund shall be done with the approval of the congregation at a meeting called for that specific purpose.

d. The Board shall require the Treasurer to perform a detailed internal review of the accounting records of the church, including Pilgrim Childcare and Preschool ("PCCP"). The Board shall report upon this review at the Annual Meeting. The Board shall be empowered to conduct an independent audit of the books of the church and PCCP whenever an audit is deemed advisable.

5. Chairperson

The chairperson of the Board of Trustees shall be an Officer of the church. The chairperson of the Board of Trustees has the authority to commit or encumber church funds from within the approved Annual Budget of up to a \$250 limit without Board of Trustees sanction between regular Board meetings.

6. Subcommittees of the Board of Trustees

In addition to the responsibilities set forth above, the Board of Trustees shall appoint Trustees to the following subcommittees for a term of one year with responsibilities and

authority set forth below. All listed subcommittees shall be responsible to the Board of Trustees and may be reappointed to serve consecutive terms. The Board of Trustees shall have authority and responsibility to create or dissolve any additional specific subcommittees as may be required from time to time. The Board of Trustees shall make all necessary appointments to fill such subcommittees.

a. Pilgrim Church Endowment and Long-Term Investment Committee

(1.) Mission

This subcommittee (“Endowment Committee”) shall promote a Planned Giving Program in order to create an endowment for the long-term stability of Pilgrim Church and its members. The Endowment Committee shall oversee the long-term investments of Pilgrim Church. Toward that end, the Endowment Committee shall assist the congregation in understanding the many benefits of charitable giving.

The Endowment Committee shall operate the Endowment Fund (“Fund”) to receive and oversee bequests, gifts, annuities and funds from members and friends of Pilgrim Church.

(2.) Membership

The Endowment Committee shall consist of six (6) members. All of the Endowment Committee members shall be members of Pilgrim Church. The Board of Trustees shall appoint a member of the Board of Trustees who shall serve a one (1) year term as a full voting member. Except as herein limited, the term of each member shall be three (3) years. The Trustees shall appoint five (5) members to the Endowment Committee: two (2) for terms of three (3) years; two for terms of two (2) years; and one (1) for a term of one (1) year. After a lapse of one (1) year after the expiration of his or her term, a member may be re-appointed. The Senior Pastor or his designee and the Moderator shall be advisors. The Endowment committee may request other members of the congregation to serve as advisory members. In the event of a vacancy on the Endowment Committee, the Trustees shall appoint a Pilgrim Church member to fill the vacancy.

(3.) Officers and Procedures

(a.) The Endowment Committee shall meet at least quarterly or more frequently as deemed by it to be in the best interest of the Fund.

(b.) A quorum shall consist of three (3) members. A majority present and voting shall carry any motion or resolution.

(c.) The Endowment Committee shall elect from its membership a chairperson, financial secretary, and a recording secretary. The chairperson or his designee shall preside at all Endowment Committee meetings. The recording secretary shall maintain complete and accurate minutes of all meetings of the Endowment Committee and supply a copy thereof to every member. Each member shall keep a complete copy of minutes to be delivered to his or her successor. The recording secretary shall also supply a copy of the minutes to the Trustees.

(d.) The financial secretary shall maintain complete and accurate books of account for the Fund. All checks, documents establishing and maintaining bank and brokerage accounts, and any other necessary documents shall be co-signed by the financial secretary and the chairperson of the Board of Trustees.

(e.) The Endowment Committee shall report on a quarterly basis to the Trustees. At each Annual or Special Meeting of the congregation, the Endowment Committee shall render an accounting of the administration of the Fund and the Long-Term Investments during the preceding year.

(f.) Members of the Endowment Committee shall not be liable for any losses which

may be incurred upon the investments of the assets of the Fund except to the extent such losses shall have been caused by bad faith or gross negligence. No member shall be personally liable as long as he or she acts in good faith and with ordinary prudence. Each member shall be liable only for his or her own willful misconduct or omissions, and shall not be liable for the acts or omissions of any other member. No member shall engage in any self-dealing or any conduct in which his or her personal interests would conflict with those of the Fund.

(4.) Endowment Committee Functions and Activities

(a.) All assets are to be held in the name of the Pilgrim Church in Duxbury (United Church of Christ) Endowment Fund.

(b.) The Endowment Committee shall develop an investment policy and an income distribution policy to be approved by the Board of Trustees.

(c.) the Endowment Committee shall make all decisions to hold, sell, exchange, rent, lease, transfer, convert, invest, reinvest, and in all other respects to manage and control the assets of the Fund, including stocks, bonds, debentures, mortgages, real estate, notes, or other securities, as in its judgment it deems wise and prudent.

(d.) The Endowment Committee may hold any trust property in the name of the Fund, or in the name of a nominee, and may enter into agreements to facilitate holding such property. It may accomplish such with or without disclosing its fiduciary capacity.

(e.) The Endowment Committee is authorized to receive additional property, whether by gift, will or otherwise. Upon receipt of any additional property, it shall administer and distribute the same as part of the Fund.

(f.) After consulting with the Trustees, the Endowment Committee may refuse to accept a gift due to its inappropriateness, restrictions placed upon it, or potential financial or legal liability to Pilgrim Church.

(5.) Distribution of Income and Principal

(a.) Endowment

The Endowment Committee shall determine what is principal and income according to generally accepted accounting principles. Income may be accumulated at the discretion of the Trustees. The Endowment Committee shall provide an accounting to the Trustees of funds that are non-restricted and restricted and detail the specific restrictions.

(b.) Long-Term Investments

Distribution of Long-Term Investments shall be at the discretion of the committee or organization providing the funds, in compliance with any donor stipulations or restrictions.

(c.) Use of Fund Assets

Notwithstanding any other provision herein, use of monies from the Fund in any year shall not exceed five (5) percent, or seven (7) percent in case of an emergency, of the value of the Fund over the preceding five (5) years.

(6.) Disposition or Transfer of the Fund

In the event that Pilgrim Church ceases to exist either through merger or dissolution, disposition or transfer of the Fund shall be at the discretion of the Trustees in conformity with the Constitution and By-Laws and in consultation with the Conference Minister in the conference to which the church belongs at such time. Consultation with the United Church of Christ may be desirable for continuation of the Fund's obligations.

b. Buildings & Grounds Subcommittee

A Buildings & Grounds chairperson shall be appointed, who must be a member of the Board of Trustees, and in turn, he or she shall appoint one (1) or more additional members for a term of one (1) year. These members may be appointed for successive terms. The Buildings and Grounds Subcommittee shall take charge of the maintenance of all church-owned buildings, grounds and all other church-owned properties and oversee any construction program as may be sanctioned by the church.

c. Personnel Subcommittee

A Personnel Subcommittee chairperson, who must be a member of the Board of Trustees, shall be appointed, and in turn, the Board of Trustees shall appoint two (2) or more additional members for a term of one (1) year. These members may be appointed for consecutive terms. Non-clergy staff members shall not be eligible to serve on this Subcommittee. As more specifically described in Article IV of these By-Laws, the Subcommittee shall be responsible for, and shall work cooperatively with Boards on, all matters pertaining to personnel policies and compensation and shall also work cooperatively with Boards on the development and maintenance of Job Descriptions.

I. Associate Pastor-Parish Relations Committee

1. Mission and Responsibilities

The Associate Pastor-Parish Relations Committee (APPR) shall support and maintain an open relationship between the Associate Pastor and the congregation. It shall strive for constructive and caring communication, in an atmosphere of confidentiality and trust, for the purpose of helping the Associate Pastor and members of the church share ideas, hopes and dreams and thus enhance the effectiveness of the church's mission. It shall encourage the Associate Pastor's growth and well-being. It shall promote mutual ministry between the Associate Pastor and congregation and shall encourage the communication of mutual expectations. It shall provide a framework in which conflict can be dealt with constructively.

2. Membership

The APPR shall consist of five (5) members: one (1) representative each from the Boards of Deacons and Christian Education; the Moderator, one (1) at-large member to be elected by the congregation; and one (1) member to be selected by the Associate Pastor. Members shall be elected for a one (1) year term, and may serve up to three (3) consecutive terms.

3. Meetings

The APPR shall meet at least quarterly and shall report to the Church Council at least annually. One of the quarterly meetings will be a joint meeting with the Senior Pastor-Parish Relations Committee.

J. By-law Committee

1. Mission

The By-Law committee's mission is to review and update the church By-laws to accurately represent how the church operates, in order to assist the congregation to effectively realize the mission of the church.

2. Membership

The By-law Committee shall consist of five (5) members. They shall be appointed for two (2) year terms on a rotating basis. Members may serve consecutive terms. Board and Committee representation on the By-law Committee shall consist of one (1) member from each of the Boards of Trustees and Deacons, and two (2) members at large selected by the Moderator. The Moderator shall chair the Committee.

3. Responsibilities

The By-law Committee shall be responsible for preparing changes and updates to the By-laws, as directed and approved by Church Council, to be presented at the Annual Meeting. All changes to the By-laws must be approved by a two-thirds (2/3) majority at the Annual Meeting.

K. Denominational Affairs Committee

1. Mission

The mission of the Denominational Affairs Committee shall be to serve as representatives of Pilgrim Church, with the Senior Pastor or his designee, to denominational meetings of the Pilgrim Association and Massachusetts Conference UCC and to attend such interdenominational meetings as deemed appropriate.

2. Membership

The committee shall consist of four (4) members, two (2) elected, every other year. Their terms are coterminous with the Massachusetts Conference UCC Annual Meeting.

3. Responsibilities

In addition to attending the above-noted meetings, the committee shall report at least annually to the Church Council.

L. Duxbury Interfaith Council Committee

1. Mission

The mission of the Duxbury Interfaith Council Committee is to support the Duxbury Interfaith Council.

The Mission of the Duxbury Interfaith Council is:

- a. To nourish the spirit of understanding and cooperation among the diverse religious institutions and people of faith in the Duxbury community; and to be a visible example of tolerance and respect between faiths.
- b. To provide opportunities for all people of Duxbury to join in interfaith programs: worship, charity, and education.
- c. To lift up by word and deed the values of kindness, compassion, and respect for the common humanity of all.

2. Membership

The DIC Committee shall consist of three (3) members, who may serve consecutive terms.

3. Responsibilities

The Duxbury Interfaith Council Committee shall represent the church at meetings of the Duxbury Interfaith Council, and shall report at least annually to the Church Council.

M. Flower Committee

1. Mission and Responsibilities

The flower committee beautifies our church to the glory of God by honoring the memory of friends and loved ones and celebrating joyous occasions in the life of our Church. The Committee is responsible for providing flowers for Sunday services, decorating for the Christmas and Easter holidays, and other beautification efforts from time to time.

2. Membership

The Flower Committee consists of 12-14 members who serve without election or term. The chair is selected by committee consensus and may serve consecutive one-year terms. The chair is a member of the Council.

N. Memorial Committee

1. Mission

Using memorial funds, the Memorial Committee shall purchase gifts that enhance church services or activities and shall also honor the memory of the people in whose names the donations were given.

2. Membership

The committee will consist of four (4) members, one elected each year. The members elected will serve four (4) year terms. In addition, the Senior Pastor or his designee shall be an ex-officio member.

3. Responsibilities

The Committee shall be responsible for tracking and administering the memorial funds. "Memorial Funds" is defined as gifts of any amount specifically given to the Pilgrim Church Memorial Fund and memorial gifts of \$500 or less given to the church in the name of Pilgrim Church. The Committee is responsible for:

- a. establishing guidelines for gifts to the church;
- b. recommending memorial expenditures to the Trustees for approval;
- c. providing appropriate communication and counsel to the congregation and families that may wish to participate; and
- d. delivering to the Annual Meeting an annual report that has been audited by the church Treasurer or his designee.

O. Nominating Committee

1. Mission

The mission of the Nominating Committee is to match the gifts and talents of individuals to service in the ministries of the church so as to enrich each person's spiritual walk and enjoyment of the fellowship in serving, and to advance the mission of the church.

2. Membership

The Nominating Committee shall consist of four (4) members. They shall be appointed for two (2) year terms on a rotating basis. The Moderator shall submit names of candidates for the Nominating Committee for Council approval at the first meeting of the Council following the Annual Meeting.

3. Responsibilities

a. The Committee shall be responsible for placing in nomination a full slate of officers, Board and standing Committee nominees, supported by the Church Council, to be voted upon at the Annual Meeting. The Committee, with the help of Board and Committee chairs, will contact each proposed nominee prior to placing his or her name in nomination to receive agreement to serve in office if elected at Annual Meeting. The names of all nominees shall be submitted for publication in a bulletin at least one week prior to the Annual Meeting.

b. The Nominating Committee has the responsibility for filling interim vacancies among the Officers, Boards and Committees, but such interim appointments must have prior approval of the Council. If a vacancy is created on the Nominating Committee, the Council will appoint a church member to fill the term as specified in this Section.

c. The Committee shall meet as often as necessary in the conduct of its business, and shall notify the Senior Pastor of the date of meeting in order that the Senior Pastor might attend.

P. Senior Pastor-Parish Relations Committee

1. Mission and Responsibilities

The Senior Pastor-Parish Relations Committee (SPPR) shall support and maintain an open relationship between the Senior Pastor and the congregation. It shall strive for constructive and caring communication, in an atmosphere of confidentiality and trust, for the purpose of helping the Senior Pastor and members of the church share ideas, hopes and dreams and thus enhance the effectiveness of the church's mission. It shall encourage the Senior Pastor's growth and well-being. It shall promote mutual ministry between the Senior Pastor and congregation and shall encourage the communication of mutual expectations. It shall provide a framework in which conflict can be dealt with constructively.

2. Membership

The SPPR shall consist of seven (5) members: one (1) representative each from the Boards of Deacons, Trustees, Christian Education; the Moderator, one (1) at-large member to be elected by the congregation; and one (1) member to be selected by the Senior Pastor. Members shall be elected for a one (1) year term, and may serve up to three (3) consecutive terms.

3. Meetings

The SPPR shall meet at least quarterly and shall report to the Church Council at least annually. One of the quarterly meetings will be a joint meeting with the Associate Pastor-Parish Relations Committee.

Q. Strategic Planning Committee

1. Mission

The mission of the SPC is to ensure that: 1) the Church's values are aligned with its vision; 2) the Church's mission statement still accurately projects Pilgrim Church's purpose; 3) through an inclusive process, identify, develop and communicate an updated vision of Pilgrim Church; and 4) measurement tools are developed and used to assess the Church's progress vis-à-vis the strategic plan.

2. Responsibilities

The Strategic Planning Committee ("SPC") responsibilities include looking beyond the current fiscal year and developing and maintaining a long-range plan that moves Pilgrim Church into its next stages of development. The SPC shall consider input from all church groups in carrying out its mission.

3. Membership

The SPC shall consist of no more than nine (9) people and include: one (1) member of each of the Board of Trustees, Board of Deacons, Board of Christian Education, Board of Christian Outreach, Board of Christian Stewardship, Pilgrim Childcare & Preschool Committee, Board of Music, two (2) members at-large, and the Senior Pastor or his designee, ex officio. The at-large members shall be appointed by the Moderator with approval by the Council, for three (3) year terms. Terms for other members shall be a minimum of one (1) year with the option of extending the term for an additional year to ensure consistency in the strategic planning process.

4. Meetings

The SPC shall meet at least quarterly.

ARTICLE VIII THE CHURCH COUNCIL

A. Mission

The Church Council, subject to the decision of meetings of the congregation, is empowered to be the executive body of the church. The mission and authority of the Church Council shall be to oversee and coordinate the policy, life and work of the church, its Officers, delegates, Boards, Committees and church organizations.

B. Membership

The Church Council shall consist of the Senior Pastor (ex officio), Clerk, Moderator, Treasurer, Chairpersons of the Board of Deacons, Board of Trustees, Board of Christian Education, Board of Christian Outreach, Board of Music, Board of Pilgrim Childcare and Preschool, Board of Christian Stewardship, Strategic Planning Committee, Flower Committee, and the presidents of the Pilgrim Women's Fellowship and Men's Group. The Chairperson of any of these Boards and Committees must appoint another member of his or her Board to serve on the Council as proxy in his or her absence, and such proxies shall have voting rights.

C. Responsibilities

Church Council's responsibilities shall include the following:

1. Boards and Committees

a. The Church Council shall supervise and assist Boards and Committees as required in the

carrying out of their duties and responsibilities. It may ask for the resignation of any Officer or Board or Committee member, as necessary.

b. The Church Council shall approve members of the Nominating Committee as required.

c. The Church Council shall be responsible for supervising and directing the By-law Committee, and reviewing and approving its recommendations prior to the Annual Meeting, as needed to adapt to an ever-changing and growing church.

d. Before anyone is hired at Pilgrim Church, any personnel changes, either to replace an existing position or a new hire, such hiring decisions shall be approved by Church Council based on the recommendation of the appropriate Board or Committee with the advice of Board of Trustees.

2. Pastoral Leadership; Pastoral Search Committees

a. The Church Council shall make arrangements for pastoral leadership in the prolonged absence of a Pastor.

b. In the event of a vacancy in the office of Pastor or Associate Pastor, the Church Council shall appoint a Pastoral Search Committee, which shall be a subcommittee of Church Council, to seek a candidate to fill such vacancy. In fulfilling its responsibilities, the Pastoral Search Committee may consult with appropriate United Church of Christ personnel concerning recommended procedures. The Church Council shall give broad oversight to the process followed. The Committee shall be representative of the various facets of Pilgrim Church work and life, and shall keep in mind the overall function of the ordained leadership in making its choice of a candidate. The Committee shall report regularly to the Church Council and congregation. After approval of its final report to the Church Council, the Committee and Church Council shall present to the congregation the name of the candidate recommended to fill the vacancy. The calling of a Pastor shall be at a called meeting of the congregation and a two-thirds (2/3) vote of the members present shall constitute a call. The Pastor and the church shall then enter into a Call Agreement, in which the terms of the relationship shall be stated. The Call Agreement shall be executed by the Pastor, the church represented by the Moderator, and the Conference Executive, who shall each receive a copy thereof.

3. Sexual Exploitation, Ministerial Conduct and Youth Protection Policy

This document (the Policy) shall define Pilgrim Church's policy and responsibilities pursuant to this matter. The Council shall be responsible for maintaining the Policy and performing an annual compliance review with respect thereto.

4. Audit

The Church Council shall be empowered to call for an independent audit of the books of the church and the Pilgrim Child Care and Preschool whenever an audit is deemed advisable.

D. Chairperson

The chairperson of the Church Council shall be Moderator.

E. Meetings

The Church Council shall meet regularly a minimum of ten (10) times a year, and shall convene such additional meetings as may be required by the Moderator. Any member of the Church Council

may request the Moderator to call a meeting. The Church Council shall set the date for the Annual Meeting and other congregational meetings.

ARTICLE IX AMENDMENTS

These By-laws may be amended by a two-thirds (2/3) vote of the members present and voting at an Annual or Special meeting called for the purpose in accordance with the procedures set forth in these By-laws, the proposed amendment being inserted in the call.