

Amended and Restated
Bylaws of
South Church in Andover
41 Central Street
Andover, Massachusetts 01810
Adopted June 18, 2023

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I. History

On October 17, 1711 a church was gathered in the South Parish of Andover. Thirty-five members signed the Covenant of Faith to define our purpose of being as a “Church of Christ.” After that time, the population increased so rapidly that three other meeting houses were erected, in 1732, 1788, and 1860, each larger and more modern than its predecessor. In 1956 the "great new addition" was annexed to the present church to provide more space for the church school and other activities. In 2006, another addition was built adding a chapel, classrooms, and space for administrative, music and youth activities.

Our Church, founded as the Church in the South Parish of Andover, in 1711, was the daughter church to the North Parish Church (the North Parish is now North Andover). In 1826, the West Parish Church was formed by members of our congregation. Our Church became the South Parish Church, or simply Old South, in 1855 when Andover and North Andover were split. Our church and parish officially merged in 1932 and South Church in Andover was incorporated. This legally separated all Church governing and fiscal responsibilities from the Town of Andover, Massachusetts, and most importantly established our own fiscal and property stewardship. We became a member of the United Church of Christ (UCC, est. 1957) in 1961. On October 17, 2011 the congregation of the South Church in Andover celebrated its 300th anniversary, moving into the fourth century as "a Church of Christ."

II. General

A. Name

The name of the church shall be “South Church in Andover” of the United Church of Christ located in Andover, Massachusetts.

B. Purpose

The avowed purpose of this church shall be to worship God, to preach the gospel of Jesus Christ, and to celebrate the Sacraments (Baptism and the Lord's Supper); to realize Christian fellowship and unity within this church and the Church Universal; to render loving service toward mankind; and to strive for righteousness, justice, and peace.

C. Vision

To boldly embody God's love and compassion.

D. Mission

Following in the way of Jesus we welcome all and actively nurture connections within and beyond our walls that bring meaning and joy in spiritual growth, fellowship, and service.

E. Faith and covenant

We honor the UCC Statement of Faith as adapted by R.V. Moss:

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 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 that kingdom which has no end.

Blessing and honor, glory and power be unto God.

We join in covenant, one with another, to seek and respond to the Word and the will of God. We aspire to walk together in the ways of the Lord, made known and to be made known to us. We are witness to the Gospel of Jesus Christ in all the world while worshipping God, and striving for truth, justice, and peace.

F. Polity

- i. This church shall be a part of the United Church of Christ and it shall sustain that relationship to the United Church of Christ described in those portions of the Constitution and by-laws of the United Church of Christ adopted *July 4, 1961* as amended from time to time, relating to local churches.
- ii. The government of this church is vested in its Members, who exercise the right of control in all its affairs, subject, however, to Laws of the Commonwealth of Massachusetts relating to "corporations not for profit or ecclesiastical corporations".
- iii. The working of the church shall be determined by these Bylaws, as well as Policies adopted by the various bodies within the church.

III. Congregation

A. Powers and responsibilities

1. Governing body

The governing body of this church shall be the membership assembled in Congregational meeting. Unless otherwise stated in these Bylaws, the vote of a majority of Members present at the meeting shall be the action of the church.

2. Responsibilities

Responsibilities of the Members of the congregation shall include the following:

- i. To strive to live a Christian life; to attend regularly the services of the church; to recognize the costs and joys of discipleship; to give systematically for its support and its benevolences; to share in its organized work; and to seek diligently the spiritual welfare of their fellow Members.
- ii. Calling of Pastors presented at a congregational meeting by a duly appointed Search Committee, which shall require a 2/3 majority vote of the Members present at such meeting.
- iii. Removal of Pastors when such action is brought before the church by Council at a congregational meeting.
- iv. Approval of the Annual budget.
- v. Approval of proposed Policies when brought before the Congregation by the Council, and other Policies properly brought before the congregational Meeting.
- vi. Amending the Bylaws, which shall require a 2/3 majority vote of the Members present at such meeting.
- vii. Reception of new Members.
- viii. Electing the annual slate of candidates, including:
 - a. Moderator
 - b. Treasurer
 - c. Clerk
 - d. Chairs of Ministries
 - e. Chartered Team Members

- f. Delegates to local, regional and national UCC meetings.
- ix. Approval of certain expenditures as defined in the Policies of the Finance Ministry.

B. Membership

1. Qualifications

The church welcomes into its fellowship all those who are seeking to live in accordance with the spirit and teachings of Jesus. We respect the honest conviction of all and seek to draw into a fellowship of love, worship and service those who, in the spirit of Christ, would live to the good of humankind and to the glory of God. Although not required, the Church encourages baptism for new members whose spiritual journey has led them to that expression of faith.

The Spiritual Life Ministry shall maintain a Policy regarding the process leading to membership. A member may, with approval of the Senior Pastor, maintain membership in another congregation.

2. Oversight

- i. The roll of current Members shall be maintained by the Clerk. Members whose addresses have been unknown for two years, or who for a like period have not communicated with the church, shall be transferred to the Inactive List.
- ii. Transfer and requests for termination by Members shall be facilitated by the Clerk.
- iii. Termination of membership for disciplinary cause shall be at the recommendation of any of the Pastors in consultation with the Human Resources Ministry Chairs, and approved by Council. Reinstatement of membership shall follow the same procedure.

3. Reception

The reception of members may take place at any service of worship. At such time, such person shall be considered a Member of the church.

C. Meetings

- i. Worship shall be at such times and places as the Church or Church Council may appoint; but the sacrament of the Lord's Supper shall regularly be celebrated monthly and at other special occasions as designated by the Senior Pastor.
- ii. The Annual Meeting of the Church shall be held on a date no later than February 15 as chosen by Council.
- iii. A special congregational meeting shall take place in June to approve the slate of candidates listed in Section III.A.2.viii and other matters that may appropriately be brought before the congregation. The right to make nominations from the floor shall be recognized.
- iv. A special congregational meeting shall be called whenever the Senior Pastor, Church Council or fifteen active members of the church shall file with the Clerk a request therefore. Every such request shall specify the purposes of the proposed meeting and the time and place at which it is desired that the same be held.
- v. The Clerk shall notify the Members of the time and place of every congregational meeting. At least two weeks before such meeting, notification of the meeting date shall be sent by

regular mail or electronic communication to each Member of the church and shall be read during worship on the two Sundays preceding the date of the meeting. In the case of a special meeting the notice shall specify the business to be transacted.

- vi. At special or annual meetings of the Church, fifty voting Members shall constitute a quorum for the transaction of business. Approvals shall be by simple majority, unless otherwise provided in these Bylaws.

IV. Governance

A. Council

The Church Council (“Council”) shall represent the Members of the church between congregational meetings, providing a forum for fulfilling the vision of the church through planning, decision making and coordination, subject to the provisions of these Bylaws.

1. Membership

The Council shall consist of the following 12 voting members:

- Moderator
- Treasurer
- Clerk
- Senior Pastor
- Associate Pastor
- One of the Chairs of each of the Ministries of Spiritual Life, Faith Formation, Congregational Life, Community Service, Finance, Facilities, and Human Resources

Council members shall be Members of South Church.

2. Procedure

- i. The presiding officer of the Council shall be the Moderator, without vote except in case of a tie, and its secretary shall be the Clerk of the Church. In the absence of the Moderator, the presiding officer shall be the Chair of the Human Resources Ministry. Each member, excluding the Moderator, shall have one vote. A quorum shall consist of seven Council members.
- ii. The Moderator may call the Council into executive session during which time non-members and/or pastors may be excused at the Moderator’s discretion.
- iii. Actions needed on urgent matters between scheduled meetings may be accomplished by electronic vote. These follow the same rules described above. The Clerk shall record the action taken and the date of such vote, to be kept in the records of the Church. A consent under this Section has the effect of a vote at a Council meeting.

3. Duties

- i. The Council shall coordinate, review and supervise the activities of the church, except for those activities that are the responsibility of the Pastors under Article V below, and oversee

its Ministries, Teams, and organizations in whatever way may be necessary to make the total church program effective.

- ii. The Council shall appoint ad hoc teams to study and report on special matters pertaining to the church that are not under the jurisdiction of the official Ministries and Teams.
- iii. The Council shall serve as the appellate body of the church and adjudicate any differences that may arise among the Pastors, Officers, Ministries, Teams, and organizations of the church. The Church Council shall have the sole authority to resolve questions of interpretations of these Bylaws and to resolve all matters of a constitutional nature not specifically covered by them. Church Council actions shall be considered final and binding unless rescinded or modified by the vote of the Members at a congregational meeting.
- iv. The Council shall, when a pastoral vacancy occurs, request that the Human Resources Ministry form a search committee to be approved by the Council. Council shall, in consultation with the Finance and Human Resources Ministries, approve the candidate's Call agreement. Final approval of a pastoral candidate is by a two-thirds vote of the Members at a congregational meeting.
- v. Council shall vote to approve the hiring or dismissal of Ministers.
- vi. The Council shall meet monthly, except during July, and also upon the request of any of the Council members or the written request of any ten Members of the church. Meetings of the Council are open to Members of the church, with the exception of executive sessions. The agenda and time for each Council meeting shall be published in the appropriate church communications at least two days ahead of the meeting. A brief summation of the items discussed and actions taken at any Council meeting shall be included in regular church communications within two weeks after the meeting.
- vii. The Council shall approve certain expenditures within and extraordinary to the Annual Budget, as defined by Finance Ministry Policies, as well as section IV.C.7.ii.f.
- viii. The Council shall approve all Policies adopted by Ministries under section IV.C.1.iv.
- ix. Policies that have broad impact on the Congregation shall be referred by Council to the Congregation for a vote. Refer to section III.A.2.v.
- x. The Council shall vote to approve or deny acceptance of designated gifts to the Church whose purpose has not been previously approved, after initial approval by the Finance Ministry. See IV.C.7.iii.b.vi
- xi. The Council shall vote to approve or deny the creation and dissolution of permanent staff and Minister positions. Refer to Section V.A.3.
- xii. The Council shall have the sole authority to sell property in the name of the church; provided that the purchase or sale of real property must be authorized by a 2/3 vote of the Members at a congregational meeting.
- xiii. Council shall maintain a policy for acceptable uses of the Sanctuary and approve all new uses.
- xiv. The Council shall create a policy concerning the formation of self-guided teams and shall vote on their acceptance.
- xv. Council may vote to fill open vacancies within Ministries and chartered teams that arise during the year.
- xvi. Council shall approve the choice of auditors.

B. Officers

The Officers of the Church, besides having the responsibilities described below, are the legal representatives of the Church and as such are able to enter into agreements with outside entities, within the limitations described in these Bylaws. Officers shall be Members of the church.

1. Moderator

A Moderator shall be elected annually to a one-year term, renewable for up to two additional consecutive terms. A past Moderator may serve as interim Moderator with approval of Council. The Moderator shall preside at the annual and all special meetings of the Church and at monthly meetings of the Church Council. The Moderator is the lay leader of the church. As such they shall be in regular communication with Pastors and ensure that any issues, concerns, and opportunities are addressed. The Moderator helps assure the faithful and effective functioning of the many aspects of the Church's life.

2. Clerk

The Clerk shall be elected annually to a one-year term, renewable for up to four additional consecutive terms. A candidate may be re-elected as Clerk after a lapse of one year. The Clerk's responsibilities are:

- i. Give notice of the annual and all special meetings of the Church, and keep a record of the minutes of these meetings.
- ii. Act as secretary to the Church Council, record the minutes of their meetings and, once approved by Council, provide the congregation with access to those minutes, with the exception of minutes of any executive sessions.
- iii. Work with designated church staff to maintain the records of membership including: a full list of active and inactive Members and the dates of their reception; a yearly publication of new Members' names; recording of baptisms by the Church and its Pastors; and signing of letters of transfer or dismissal.
- iv. Serve as custodian of the corporate seal.

3. Treasurer

The Treasurer shall be elected annually to a one-year term, renewable for up to four additional consecutive terms. A candidate may be re-elected as Treasurer after a lapse of one year. The Treasurer shall act as the fiscal agent of the Church, with fiduciary responsibility. The responsibilities of the Treasurer are:

- i. Receive all church funds, except for those generated by the Investment team, and account for them properly, and disburse the funds of the church in accordance with the approved church budget or any additional expenditures properly approved by Council or the Congregation.
- ii. Ensure that all financial Policies, and particularly those related to disbursement of funds, are properly adhered to.

- iii. Have sole authority to sign contracts where such commitments are not supported by the annual budget; said contracts shall be prepared by a Ministry, reviewed by the Finance Ministry chair, and approved by Council.
- iv. Keep an accurate account of all person's contributions to the Church's operating budget, missions activities or other funds. A statement of these contributions shall be provided to the contributors at least annually.
- v. Ensure proper handling of collections from events and worship services, including proper training for those who do the collection.
- vi. Maintain complete and accurate records of all fiscal transactions and furnish monthly reports of receipts and expenditures to the Finance Ministry and the Church Council in accordance with accepted accounting practices. The Treasurer shall render to the annual meeting of the church an account of all receipts and expenditures.

The Treasurer may assign their responsibilities to a Financial Administrator on such terms, including the signing of checks, as may be approved by the Finance Ministry.

C. Ministries

1. Ministry description

The life of the church shall be organized among seven Ministries with focused purposes, these being the Ministries of Spiritual Life, Congregational Life, Faith Formation, Finance, Facilities, Community Service, and Human Resources.

- i. Each Ministry shall have two chairs (each a "Chair" or "Ministry Chair"), recruited by the Nominating Team and approved by Congregational vote. Each Ministry Chair shall serve for a minimum of two years, renewable up to four additional one-year terms with the approval of the Nominating Team and Congregational vote. Ministry Chairs shall be Members of South Church.
- ii. One or both Chairs of each Ministry shall attend each meeting of Church Council with one such Chair serving as the voting member of said Council meeting.
- iii. Ministry Chairs shall convene regular meetings of the leaders in their respective Ministry and relevant staff to assure the timeliness, coordination and success of all programs. It is the responsibility of the Chairs to communicate the actions and discussions of Council to their team leaders.
- iv. Each Ministry shall adopt, maintain and post policies describing the organization, duties and processes for performing both the Ministry's and individual Team's functions (the "Policies" or each a "Policy"). Each Ministry Chair shall ensure that such Policies are communicated to in-coming team leaders. Such policies shall be approved by Council. See IV.A.3.viii
- v. Each Ministry shall maintain an accurate record of their Teams, team leaders and members.

2. Team description

Each Ministry shall be composed of Teams with specific goals and focus.

- i. There are three distinct Team types.

- a. **Chartered Teams** are considered necessary for the basic work of the church and as such their members are nominated and voted on by the Congregation. The purposes and duties of each Ministry's Chartered Teams are set forth in the sections below.
 - b. **Self-guided Teams** may be formed to address the interests and needs of the Congregation. Each self-guided team shall maintain a statement of purpose defining their goals, funding and duration. Formation of self-guided teams shall be guided by policy of Council.
 - c. **Ad-hoc Teams** are commissioned for specific time-limited tasks, either by Council or by a Ministry for work to serve a particular purpose. Their structure is determined at the time of commissioning.
- ii. Chartered Teams shall have at least one leader ("Leader") chosen by the Nominating team and elected at the June Congregational meeting. Most teams will, in addition, have a number of additional recruited members. Each Team member shall serve for a minimum of two years, renewable up to four additional one-year terms with the approval of the Nominating Team and Congregational vote in June. Prior to the June Congregational meeting, the teams shall work with their Ministry chairs and the Nominating Team to determine the number of elected members needed.
- iii. Chartered and Self-Guided Teams will encourage volunteer participation. This may be one time or short duration. Opportunities should be publicized through Church communications as well as inclusion in the online volunteering tools.
- iv. Chartered and Self-guided Teams may have individual budgets. All teams shall operate within the financial structure and Policies of the Church. The budgets may take one or both of the following forms, and must be authorized by the Finance Ministry:
 - a. Line items in the Annual Budget to be approved by the Congregation
 - b. A dedicated account outside the annual budget which rolls over from year to year
- v. Funding needed by any ad-hoc team requires prior approval by a vote of Council.
- vi. Decisions within teams shall be by majority vote.
- vii. Chartered Teams shall record minutes of their meetings and store such minutes in the appropriate church repository.
- viii. Chartered and Self-guided teams will in general be expected to provide an annual report for either the Annual or Special June Congregational meetings.

3. Spiritual Life Ministry

- i. Purpose – Working closely with the Pastors and Ministers, the Spiritual Life Ministry supports the spiritual life of the church and the design, content, and conduct of all Services, Sacraments, and Rites. It is responsible for the presence of music throughout the life of the Church, for ensuring a welcoming, inclusive, and accessible worship environment in both live and virtual settings, and helping bring meaning, joy, and connections to worship participants. This Ministry is responsible for examining, discussing with the Pastors and advising Council on issues of a spiritual nature when such arise.
- ii. Chartered teams

- a. Worship Deacons – Coordinate activities related to in-person worship, including serving communion, reading scripture, dedicating offerings, baptism, funerals, and weddings, and consult with the Pastors to plan for pulpit supply when needed. Recruit volunteers and maintain a commitment calendar for all church services requiring lay support (e.g., acolytes, ushers, greeters, flower delivery). Coordinate activities related to the virtual worship experience including new approaches to increasing participation, alignment with in-person worship, and nurturing new relationships with people who watch remotely. Consult regularly with the Pastors to consider enhancements to the Church’s spiritual life.
- b. Care & Calling Deacons – coordinate activities that bring love, support, and care to our church family in times of need, including visits, flowers, and gifts; consult with the Pastors to identify those in need and maintain a commitment calendar covering outreach for those in need.
- c. New Members – To promote new membership through enthusiastic welcome and invitation, to assist in new member classes with the Senior Pastor or Associate Pastor, and to encourage new member participation in the life of the church.
- d. Audio-visual - maintain and enhance audio-visual elements of virtual worship services and ensure that audio-visual equipment is maintained and that trained staff are available for live streaming and in-person worship.
- e. Music– support the music staff and their programs to facilitate the ministry of music within the Church; help ensure the upkeep of music related material and equipment such as the organ, pianos, other instruments, robes, hymnals and the music library.

4. Congregational Life Ministry

- i. Purpose – Working closely with the Pastors and Ministers, the Congregational Life Ministry is responsible for the design, content, and conduct of celebrations and gatherings that nurture a welcoming, inclusive spirit and warm personal relationships among Members, friends, and visitors, thus giving evidence of the Holy Spirit among us.
- ii. Chartered teams
 - a. Fellowship – provide an extravagant welcome for meaningful connection to all people of the congregation and visitors through weekly fellowship hour and social activities throughout the year. Support fellowship hour by recruiting volunteers and maintaining a weekly schedule calendar.

5. Faith Formation Ministry

- i. Purpose – The Faith Formation Ministry is responsible for the design, content, and conduct of Church School, Confirmation, study groups, educational resources and faith formation activities throughout the life of the Church.
- ii. Chartered teams
 - a. Youth and Family Faith Formation – provide Sunday School, Youth Group, and Confirmation programs for children from infants through high school. Provide support to staff members attending to youth and faith formation. Support youth

activities by recruiting volunteers and maintaining a volunteer schedule and events calendar.

6. Community Service Ministry

- i. Purpose – The Community Service Ministry is responsible for inspiring, initiating, and supporting volunteerism and philanthropy for societal needs and causes important to the well-being of people in our community and around the world.
- ii. Chartered teams
 - a. Missions - identify, select and monitor mission partners and lead the congregation in creating connections with these mission partners; take responsibility for preparing the annual budget of appropriations for missionary and benevolent causes, as well as UCC support, and directing the distribution of the same.

7. Finance Ministry

- i. Purpose – The Finance Ministry works with the Treasurer and leaders of the church to ensure the accuracy, transparency, health, and sustainability of all financial activities of the church and compliance with applicable laws.
- ii. Responsibilities of the Chairs
 - a. Develop and implement Policies to control and safeguard all financial aspects of the Church and submit those for Council approval, including but not limited to:
 - i. Requirements for expense (disbursement) controls
 - ii. Requirements for and approval of individual team budgets, including criteria for annual, roll-over or combination budgeting, and sources of funding
 - iii. Requirements for handling all sources of revenue
 - iv. Policies governing the Finance Ministry teams
 - b. Advise Council on financial decisions.
 - c. Develop the Annual Budget for review and initial approval by Council prior to presentation at the Annual Meeting.
 - d. Ensure that the budget is faithfully implemented by the Treasurer.
 - e. Provide a report to the Annual Meeting detailing the previous year's financial performance and line-item expenditures.
 - f. Work closely with any Ministry either beginning a new program with budgetary implications or entering into a contract outside the annual budget. Present these to Council and the Treasurer for review and final approval.
 - g. Review monthly Treasurer reports as needed for accuracy and issues requiring further review.
 - h. Review quarterly reports from the Investment Team as needed for accuracy and issues requiring further review.

- i. Ensure that the church has comprehensive insurance coverage.
 - j. Ensure that the church has an appropriate system in place for payroll management.
 - k. Ensure that the church has appropriate professional tax preparation.
 - l. Arrange for and oversee an external audit at least bi-annually, alternating with an internal audit, with the auditor subject to approval by Council.
- iii. Chartered teams
- a. Annual Giving - plan and conduct all fundraising activities for the annual budget of the church and regularly report to Council on the planning and results of their activities.
 - b. Giving Coordination
 - i. Except for annual pledging, coordinate and document all fundraising activities, offerings, and gifts, examples of which include but are not limited to memorial gifts, special gifts, capital campaigns, grants from other organizations, and legacy giving.
 - ii. Advise Council on the appropriateness and scheduling of all fundraising activities except for annual pledging.
 - iii. Educate the church in Christian stewardship.
 - iv. Maintain policies governing the church's acceptance of gifts.
 - v. Consult with the Treasurer when required to determine eligibility of designated gifts to cover specific expenses.
 - vi. Present to Council for approval proposed gifts for purposes not previously approved.
 - vii. Provide an annual report to Council and the congregation describing the entirety of philanthropy throughout the church.
 - c. Investment
 - i. The Investment Team shall consist of three members to be elected by the Members for a term of six years on a rotating basis so that one term expires every two years. No person may serve more than one consecutive term. In case of vacancy the Council shall appoint a successor until such time as Members of the congregation vote to fill the remaining term at its next yearly election.
 - ii. Maintain an investment Policy, approved by Council, governing all aspects of management of the church's trust funds, endowment funds and reserve funds.
 - iii. Oversee the investment and protection of those monies in accordance with Massachusetts law.
 - iv. Provide appropriate reports to the Treasurer monthly, to Council quarterly, and to the congregation annually.
 - v. Maintain proper accounting of each distinct fund's value and purpose.
 - vi. Maintain a Disbursement Policy, approved by Council, governing the measures used to determine portions of the funds' income or appreciated value to be disbursed to church uses.

d. Sunday offering

To document and properly account for loose offerings received at Sunday worship.

8. Facilities Ministry

i. Purpose: The Facilities Ministry is responsible for the maintenance, safety, accessibility, conservation, uses, and operation of the church buildings, grounds, cemetery, information technology, and infrastructure.

ii. Responsibilities of the Chairs

a. Recommend and prioritize current and future maintenance to be done on the church facilities and to manage budget planning for these activities.

iii. Chartered Teams

a. Facilities – This team shall be responsible for four areas:

1 *Cemetery* - Control and administer the Cemetery of South Church and maintain policies governing such activities. They shall have the power to sell lots therein now belonging to the church at such prices and with such boundaries and upon such terms as they shall deem wise and to convey the same in the name of the church and in its behalf by instruments under their hands. They shall keep a full record of all such sales and conveyances. All sales proceeds will be given to the Investment team for investment. The team shall expend all income from funds held for the perpetual care of lots and any other moneys which may have come into their hands for the Cemetery. They shall maintain an up-to-date lot plan of the Cemetery. They shall generally take proper care of the Cemetery and employ all persons necessary therefore and keep books of account showing all sums received and expended by them. They shall issue and regulate permits for interment. All monuments or stones hereafter erected shall be subject to their approval and this shall be stated in all conveyances of lots. They shall file a written report at each annual meeting of their activities for the previous year with regard to their administration of the Cemetery.

2 *Property* - Maintain and repair the church plant and grounds. The team will consult with the appropriate staff on work priorities. They shall help oversee work execution by staff, volunteers, and/or outside contractors.

3 *Technology* - Maintain infrastructure and applications, and address all technology-related issues.

4 *Parsonage* – Maintain the church parsonage and grounds

9. Human Resources Ministry

i. Purpose – The Human Resources Ministry promotes engagement by all members and friends in the Ministries and life of the Church; addresses or consults on personnel activities related to the staff; and promotes respectful and loving relationships through Policies that guide life in the Church.

ii. Responsibilities of the Chairs

a. Maintain and assure the clarity and equity of and compliance with the Behavioral Covenant, Employee Handbook, and any other needed Policies.

- b. Provide informed consultation on matters of employment including employment agreements, performance, and equity.
 - c. Connect with and be available to staff for any issues or concerns.
 - d. Assemble an ad-hoc team annually to review the Senior Pastor's performance, with the review to be presented by the Moderator and Human Resources chair.
 - e. Consult with the Moderator and chairs of the Finance Ministry regarding Senior Pastor compensation.
 - f. Guide development of goals for Council and the Senior Pastor. These to be developed by Moderator and Senior Pastor and endorsed by Council.
 - g. In consultation with the Moderator and the respective Pastor, create for each of the Pastors a Pastoral Relations Team made up of Members of the church; with each Pastoral Relations Team stewarding the relationship between the respective pastor and the congregation in order to strengthen the ministry and mission of the church, provide focused, consistent support of the Pastor, and encourage their personal, professional and spiritual growth.
 - h. Consult with the Senior Pastor on the annual compensation and performance reviews for staff.
 - i. Consult with the Senior Pastor regarding hiring and dismissal of staff.
 - j. Consult with the Moderator on any issues of Senior Pastor performance, and determine if discussion with the Senior Pastor or referral to Council is appropriate.
 - k. Review Pastoral compensation for appropriateness and equity.
 - l. Ensure secure storage of personnel related records and documents.
- iii. Chartered teams
- a. Nominating
 - i. This team shall submit nominations for all positions to be filled at the June congregational meeting of the church, or at other times as provided for in these Bylaws. These include all Council members, Ministry chairs, all Chartered team leaders and members, and Delegates to UCC conferences. It shall also propose nominations for Council approval to fill all elective positions in which a vacancy occurs between June congregational meetings.
 - ii. The list of nominations prepared for the June congregational meeting shall be posted with the notice of the meeting and shall appear in the Annual Report.
 - iii. Members of the Nominating Team shall have a three-year term, renewable up to three additional one-year terms.
 - b. Delegates to UCC conferences
 - i. Delegates shall attend local and regional UCC conferences of the Northeast Association and Southern New England Conference of the UCC, and shall report to Council on relevant matters.
- iv. Search Committee requirements
- a. An Ad-hoc Search Committee made up of Members of the Church shall be formed whenever a Pastoral or Ministerial opening occurs.

- b. Pastoral Search Committees shall have 9 members. Ministerial Search Committees shall have at least 5 members.
- c. Search Committee candidates may be nominated by the congregation, may volunteer, or may be recruited.
- d. The slate of Search Committee members shall be proposed by the Human Resources Ministry Chair and the Moderator, in consultation with the Pastors. They shall strive for balanced congregational representation. Final approval shall be by vote of Council.
- e. The Search Committee, with no more than one dissenting vote, shall recommend the final candidate. An offer shall be developed in consultation between the Chairs of the Human Resources Ministry and Finance Ministry.

V. Pastors, Ministers and staff

A. General

1. The spiritual life of the Church is guided by our Pastors and Ministers, with daily operation of the Church supported by staff.
2. South Church is led by a Senior Pastor and an Associate Pastor.
3. The church may maintain or from time to time establish new permanent Minister and staff positions to serve and lead portions of church activities. Such positions must be approved by Council. Funding for such positions shall be included in the Annual Budget.
4. Human resource related activities, including hiring and terminations, shall comply with the policies and procedures described in the employee handbook of the Church, as may be amended from time to time (the "Employee Handbook").
5. Ministers and staff are free to choose whether or not to be Members of the church. Pastors shall be members of the church.

B. Hiring and termination

1. Pastors are called by the Congregation. Ministers are hired and thus are considered paid staff. Both are accomplished through the search process described in IV.C.9.iv.
2. Removal of Pastors must be approved by a vote of the Congregation.
3. Ministerial candidate approval, or termination of a current Minister is by vote of Council in consultation with the Senior Pastor.
4. The Senior Pastor is responsible for the hiring and dismissal of staff other than Ministers, in consultation with the Chairs of the Human Resources Ministry and in compliance with church policy and the Employee Handbook.
5. An Interim Pastor may be hired to execute the responsibilities of the Senior or Associate Pastor when a pastoral vacancy occurs and until such time as a new Pastor is called. Council is responsible for approval of such hires. The sitting Interim Pastor may not be called to fill the position permanently.
6. An Acting Pastor may be hired for the same purpose as an Interim Pastor, however they are eligible to be called to fill the position permanently.

C. Senior Pastor

1. The Senior Pastor shall be ordained or eligible for ordination.
2. The responsibilities of the Senior Pastor include preaching and worship leadership, administering the Sacraments, promoting the spiritual welfare of the church, overseeing and offering pastoral care, shepherding a vision for the future, and representing the church in the wider community. The Senior Pastor shall be an advisory member of all Ministries and chartered teams.
3. The Senior Pastor is Head of Staff, responsible for leadership, supervision, development, and evaluation of all employees (including the Associate Pastor), in concert with appropriate Officers and Ministry Chairs.

D. Associate Pastor

1. The Associate Pastor shall work under the direction of the Senior Pastor. The Associate Pastor shall cooperate with the Senior Pastor and Spiritual Life Ministry in promoting the spiritual welfare of the church, and shall assist in conducting the services of worship. The Associate Pastor shall be an advisory member of all Ministries and Chartered Teams of the Church.

VI. Miscellaneous

A. Parliamentary procedure

In all matters of procedure in meetings of the Church, not covered in these Bylaws, Robert's Rules of Order shall be the parliamentary guide.

B. Amendments

1. These Bylaws, other than sections II.A and II.B, may be amended by a two-thirds vote of the Members present and voting, at any Congregational Meeting, the proposed amendment having been stated in the notice.
2. Sections II.A and II.B may be amended only in such manner as may be required by law for the amendment of the corresponding provisions in the Articles of Organization.

C. Storage of records

Permanent records of the Church shall be maintained and stored by a staff member as directed by the Clerk. Financial records of the Church shall be maintained and stored as directed by the Church Treasurer. Such records may be maintained in electronic form, provided that back-up copies of any electronic records are also maintained.

D. Seal

The corporate seal of the South Church in Andover shall consist of a circular flat-face bearing the words "South Church in Andover, Est. 1711. - Inc. under Massachusetts laws 1932", so arranged that it can be embossed on paper by pressure.

E. Dissolution

In the event of the dissolution or final liquidation of South Church, after all liabilities and obligations of the church have been paid, satisfied or discharged or adequate provisions have been made therefore, all remaining property and assets of South Church shall be distributed to organizations consistent with the purposes set forth in Article II.B of these Bylaws.