

**BYLAWS**

**OF**

**THE FIRST CONGREGATIONAL CHURCH OF MADISON**  
**MADISON, CONNECTICUT**

United Church of Christ

*Adopted*  
*May 21, 2017*

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**1.0 HISTORICAL NOTE**

The history of the First Congregational Church of Madison (hereafter “the Church”) is more than three centuries old, with our beginnings rooted in the first decade of the 18<sup>th</sup> century. Ever since the Church was gathered in November 1707, it has sometimes been necessary to change the nomenclature and organizational structure we use in governing ourselves. The overall goal in such cases has been to bring our governance into harmony with the needs of the Church in the face of an ever-changing world and community environment. Although the particulars of our governance structure may change from time to time, it is the members of the Church (hereafter “the Congregation”) that continue to be the foundation of the Church as well as its highest governance authority.

**2.0 MISSION STATEMENT**

The Mission Statement of the First Congregational Church of Madison, as approved by the Congregation in 1994, is:

We, the members and friends of the First Congregational Church of Madison, Connecticut, are a faith community of Christ’s disciples. We serve God by seeking out and ministering to the diverse needs of our Congregation and the wider community. As a foundation and preparation of our ministry, we will open ourselves to the guidance and nurturance of God’s spirit. Valuing all of God’s creation, we will, both as individuals and as a Christian Church, share the message of God’s love through worship, education and outreach.

To effectively and efficiently carry out this mission, the Congregation has adopted the following doctrines and sacraments, organizational principles and governance structure.

### **3.0 DOCTRINES AND SACRAMENTS**

#### **3.1 Statement of Faith**

The following Statement of Faith in the form of a doxology was authorized in 1981 by the Executive Council of the United Church of Christ.

We believe in you, O God, Eternal Spirit, God of our Savior Jesus Christ and our God, and to your deeds we testify:

- You call the worlds into being, create persons in your own image and set before each one the ways of life and death.
- You seek in holy love to save all people from aimlessness and sin.
- You judge people and nations by your righteous will declared through prophets and apostles.
- In Jesus Christ, the man of Nazareth, our crucified and risen Savior, you have come to us and shared our common lot, conquering sin and death and reconciling the world to yourself.
- You bestow upon us your Holy Spirit, creating and renewing the church of Jesus Christ, binding in covenant faithful people of all ages, tongues and races.
- You call us into your church to accept the joy and cost of discipleship, to be your servants in the service of others, to proclaim the gospel to all the world and resist the powers of evil, to share in Christ's baptism and eat at his table, to join him in his passion and victory.
- You promise to all who trust you, forgiveness of sins and fullness of grace, courage in the struggle for justice and peace, your presence in trial and rejoicing and eternal life in your realm which has no end.

Blessing and honor, glory and power be unto you.

Amen.

#### **3.2 Covenant**

Believing and trusting in the love and wisdom of God, we seek to love God with heart, soul, mind and strength, and to love our neighbors as ourselves; and we, as disciples of Jesus Christ, solemnly dedicate all that we have and are to sharing the love of God among all people. (John 13:34-35)

Our covenant comes to life in the way we:

Are with each other, by

- Honoring our differences as we live and act together (Romans 12:3-5)
- Expressing opinions with gentleness, kindness and clarity, with openness and respect (1 Corinthians 13:4-7; Galatians 5:22-23; Ephesians 4:14-16)
- Listening and respectfully considering all people's ideas (James 1:19-20)
- Addressing issues directly, seeking resolution (Matthew 5:23-24; Matthew 18:15-18)
- Being willing and able to forgive, as God forgives us (Colossians 3:13-15)

Make decisions, by

- Looking for the common ground as we seek consensus, resulting in acceptance and support (1 Corinthians 1:10; Philippians 2:1-4)
- Sharing information widely and in a timely manner

Lead and serve, by

- Sharing and encouraging the individual gifts we all possess (Romans 12:6-8)
- Leading by example (Hebrews 13:7, 17-18; 1 Corinthians 11:1)
- Ensuring this covenant is understood and embraced (Romans 12:18; Ephesians 4:3)

May the Holy Spirit work within us to bring this covenant to life within our church, so we may be faithful disciples of Jesus Christ. (Adopted by the Congregation on May 18, 2014)

### **3.3 Open and Affirming Statement**

“The first [commandment] is ... “You shall love the Lord your God with all your soul, with all your mind, and with all your strength. The second is this, ‘You shall love your neighbor as yourself.’ There is no other commandment greater than these.” (Mark 12:29-31)

Accepting this as the supreme commandment of the Gospel, we, The First Congregational Church of Madison, United Church of Christ, open our doors and ministry to all, affirming and honoring the dignity and worth of each person.

We believe each of us is a unique creation of God. We welcome people of any age, race, gender, sexual orientation, economic status, marital status, physical, emotional, and mental capacity, and those in traditional and non-traditional families. We are concerned that Christian unity has often been compromised by fear and prejudice. Let us strive to put our beliefs into action, putting aside our prejudices and working to become faithful followers of our Savior Jesus Christ, who commanded us to love one another.

In keeping with the recommendation of the Fifteenth General Synod of the United Church of Christ, and that of the annual meeting of the Connecticut Conference, we declare ourselves a welcoming and inclusive spiritual community and therefore, to be an Open and Affirming church. (Adopted by the Congregation on June 17, 2001).

### **3.4 Sacraments**

This Congregation observes two (2) sacraments, baptism and the Lord’s Supper (Communion).

### **3.5 Individual Freedom and Responsibility**

We believe in the freedom and responsibility of the individual soul. Members have the undisturbed right to follow the Scriptures according to the dictates of their own conscience, under the guidance of the Holy Spirit.

## **4.0 DENOMINATIONAL AFFILIATION**

This Congregation is a member congregation of the United Church of Christ and is in covenant with the New Haven East Consociation of the Connecticut Conference, United Church of Christ to further our common work and ministry. Membership in the United Church of Christ is non-binding. The United Church of Christ provides resources, support and counsel to the Congregation, the Lay Leadership Board (hereafter “Board”), and the Senior Minister.

## **5.0 MEMBERSHIP**

### **5.1 Becoming a Member**

The Congregation welcomes into formal membership all persons baptized or confirmed into Christian faith who seek the fellowship of our Congregation, and who wish to commit themselves and their

resources to our common life and the furtherance of our shared mission to manifest the love and justice of God in the world. Membership in the First Congregational Church is voluntary. Prospective members are joined to the life of our Congregation through confirmation or public confession of faith. Membership is confirmed by a public acceptance of the covenant of the Church.

## **5.2 Responsibilities and Rights of Members**

A member of the Church shall:

- A. Seek to bear witness to the compassion and love of God in his or her whole life; live as a disciple of Jesus Christ and support Christ's ministry of peace and justice; respect the covenant of the Church; and to faithfully discern with the whole Congregation the guidance of the Holy Spirit in our life of faith.
- B. Join with fellow members in regular services of worship and in other devotional activities of the Church.
- C. Contribute time, talents and financial resources to support the Church and its benevolent outreach in accordance with conscience and capability.
- D. Be a voting member in all affairs of the Church, and be present at duly called meetings to vote.
- E. Be eligible to serve on the Board, the Diaconate and the Standing Committees.
- F. Continue to remain a member when absent from our fellowship when such absence is due to infirmity or illness, attending college, being away for the winter, serving military duty, residing in a nursing home and such other reasons as the Board deems acceptable.

## **5.3 Membership and Friends Roll**

The Clerk of the Church shall ensure that the Membership and Friends Roll is kept up to date by periodically surveying members and friends to determine whether they:

- A. Want to remain a member of the Church, with all of the associated rights and responsibilities; or
- B. Want to be a friend of the Church, in which case they are welcome to participate in the life of the Church but do not have membership rights; or
- C. No longer wish to be a member or friend of the Church. Such persons may, however, return to the Membership and Friends Roll at any time by requesting re-activation and receiving approval from the Diaconate.

## **5.4 Archive Roll**

- A. The names of all former members, together with the dates their membership commenced and terminated, shall be maintained in an archive in perpetuity.

## **6.0 CONGREGATION**

### **6.1 Congregation as Highest Governance Authority**

The Church acknowledges Jesus Christ as the sole head of the Church and vests its governance in the Congregation, which exercises the right of decision under the guidance of the Holy Spirit in all matters and whose majority vote is final.

Through these bylaws and other actions, the Congregation delegates its authority between meetings of the Congregation to the Board. Notwithstanding this delegation of authority, decisions about and approval of the following can only be made by the Congregation:

- A. Mission
- B. Bylaws
- C. Annual budget
- D. Major budget changes, which in aggregate amount to ten percent (10%) or more of the current year's budgeted income
- E. Board moderator and members
- F. Calling a Senior or Associate Minister
- G. Terminating a Senior or Associate Minister
- H. Transfer, purchase or sale of any Church property, excluding financial assets, valued at more than \$10,000 (in 2017 dollars)
- I. Dissolution or division of the Church or merger with another congregation and
- J. Any other decision that the Congregation, through a petition (see Section 13.2 Special Meetings), desires to make.

## **6.2 Congregation as Foundation**

The Congregation is the foundation of the Church and provides ideas, volunteers, funding and other resources for the governance and ministry of the Church.

## **7.0 LAY LEADERSHIP BOARD**

### **7.1 Authority and Responsibilities**

The Board is a fiduciary for the Church, meaning that in all spiritual, financial, legal, and general welfare matters, Board members shall act in the interests of the Church, even at cost to themselves. The Board is accountable to the Congregation and functions only within the authority granted to it by the Congregation.

The Board is responsible for the governance (also called strategic planning or policymaking) of the Church. The Board shall establish policies to implement the mission, vision, budget, and plans adopted by the Congregation. Through these policies, the Board shall provide direction for the Senior Minister, Associate Minister, Diaconate, Standing Committees, Teams, and Congregation who are responsible for implementing these activities.

The Board may appoint any entity needed to carry out the Congregation's mission and goals within the authority granted by the Congregation. The Board shall oversee and have authority over the Senior Minister, Associate Minister, the Standing Committees, the Diaconate, Teams, and all other entities of the Congregation.

The Board is responsible for the main functions of the Church, which are oversight, discernment, strategy and ministry. The Board shall establish policies to ensure that these functions are performed.

- A. Oversight. Oversight is provided by the Board itself; it cannot be delegated. This oversight will include annual surveys of the Congregation to obtain feedback on the implementation of the mission, the Congregation's goals, and governance of the Church; annual ministry plans and progress reports to the Congregation; and annual evaluation of its own performance and the Senior Minister's performance in achieving the Congregation's mission and goals.

- B. **Discernment.** Discernment is the articulation of the Congregation’s vision and mission. The Board shares responsibility for discernment with the Congregation and the groups coordinated by the Senior Minister, which are the Diaconate, the Standing Committees, Teams, paid staff and volunteers, all of whom do the ministry work of the Church. The Board shall create and implement a discernment process that effectively involves the entire Congregation.
- C. **Strategy.** The Board shares responsibility with the Congregation for determining the broad strategies for achieving the Congregation’s vision and mission. The Board shall ensure that the Congregation and the groups coordinated by the Senior Minister are effectively involved in strategy development.
- D. **Ministry.** The Board delegates the Church ministry, which is the “work of the church” (also called management or administration or implementation), to the groups led by the Senior Minister. The Board ensures that ministry is carried out in accordance with the annual ministry plan through oversight and the issuance of policies.

## **7.2 Specific Duties**

In addition to the responsibilities stated above, the Board shall:

- A. Present a ministry plan and progress report, supported by a proposed budget, to the Congregation at the Annual Budget Meeting.
- B. Be ultimately responsible for the maintenance of all Church operations within each year's total approved budget.
- C. Ensure that a financial review of the financial records of the Church is conducted at least every three (3) years and, from time to time, as may be warranted.
- D. When a vacancy occurs in the full-time pastorate, nominate a Search Committee of nine (9) members to be ratified by the Congregation. The Search Committee shall, with support from the Connecticut Conference, United Church of Christ, select a candidate to be presented to the Congregation for appropriate action.
- E. Organize and implement an annual pledge drive.

## **7.3 Board Members**

The Board shall consist of seven (7) voting members—the Board Moderator, the Treasurer, the Clerk of the Church, and four at-large members. With the exception of the Treasurer (who serves on the Finance Committee), Board members cannot be members of the Diaconate or any Standing Committee while serving on the Board. The Senior Minister and Associate Minister are non-voting members of the Board.

## **7.4 Term**

The term of office for all Board members, except the Minister(s), shall be three (3) years with a maximum of two (2) consecutive terms. Approximately one-third (1/3) of the Board shall be elected each year. Board members may serve a maximum of two (2) consecutive one-year terms as Board Moderator or Clerk.

## **7.5 Election**

Members of the Church who would like to serve on the Board (including as Treasurer) shall submit profiles, stating how they meet the skills and characteristics sought for Board members. Congregation

members may also suggest a person for Board membership, but that person must agree to be placed on the slate and must submit a profile.

A Board Nominating Team shall be appointed annually by the Board and may include one (1) or more Board members. None of the members of the Board Nominating Team may be a candidate for the Board. The Nominating Team shall be responsible for preparing (but not determining or influencing) the list of candidates for the Board and a separate list for the Treasurer. Candidates may choose to be on one or both lists.

At the Annual Congregation Meeting, each member of the Congregation may cast one (1) vote for each of the open positions and one (1) vote for Treasurer (if the position is vacant). The vote by the Congregation shall be for individual candidates and shall be done by private ballot. Those with the most votes in each position shall serve.

Before the Annual Congregation Meeting, the existing Board members shall select one (1) of the continuing Board members to be the next Board Moderator and another one (1) of the continuing Board members to be the next Clerk. The Board Nominating Team shall also place these selections on the ballot for ratification at the Annual Congregation Meeting.

Any mid-term vacancy on the Board shall be filled by vote of the Congregation, after nomination by the Board. All Church Officers, except the Senior and Associate Minister(s), shall serve until their successors are elected and assume office.

## **7.6 Board Meetings**

- A. The Board shall meet monthly at a regularly scheduled time and shall follow written agendas prepared and distributed in advance. The agendas and meeting minutes shall be available to the Congregation.
- B. Additional Board meetings may be called by the Moderator, the Senior Minister or by a petition signed by five (5) members of the Congregation.
- C. The presence at any meeting of the Board of one (1) more than fifty percent (50%) of the total members of the Board (including the Senior Minister) shall comprise a quorum.
- D. All meetings of the Board shall be open to the Congregation. The Board may vote to convene in executive session should the nature of the business under discussion seem to require it. Possible reasons for executive session may include contracts, personnel matters, legal matters or similar.

## **8.0 CHURCH OFFICERS**

### **8.1 Officers**

- A. The Officers of the Church shall be:
  - i The Moderator of the Board
  - ii The Treasurer of the Church
  - iii The Clerk of the Church
  - iv The Senior Minister
- B. Each Officer shall be a member of the Church.

- C. Only the above Officers of the Church shall have authority to bind the Church by contract or otherwise if authorized to do so by these bylaws, the Board, or the Congregation.

### **8.2 The Moderator of the Board**

The Board Moderator shall:

- A. Act within the policies established by the Board.
- B. Organize and preside at meetings of the Board.
- C. Serve as moderator of duly called Congregation meetings.

### **8.3 The Treasurer of the Church**

The Treasurer shall:

- A. Serve as the Chief Financial Officer of the Church. In this capacity, the Treasurer ascertains that all income is properly safeguarded and recorded and that all disbursements and transfers of funds are properly budgeted, approved and recorded.
- B. Be an authorized check signer on all Church bank accounts, have authority to make withdrawals from all bank accounts as required by Church business and, as authorized by these bylaws and the Board, conduct transactions such as the sale of securities gifted to the church.
- C. Have standing instructions to liquidate immediately all marketable securities received by the Church in full or partial payment of pledge obligations.
- D. Be bonded and ensure that all persons handling money on behalf of the Church are bonded.

### **8.4 The Clerk of the Church**

The Clerk shall:

- A. Keep records of all business transacted by the Church at all Board and Congregational meetings.
- B. Maintain the book of Board Policies.
- C. Oversee maintenance of the Membership and Friends Roll and the Archive Roll of all former members with the dates and manner of admission and removal.
- D. Perform other duties as assigned by the Board.

## **9.0 ASSISTANT TREASURER OF THE CHURCH**

The Assistant Treasurer shall:

- A. Assist with, and may assume, any and all duties of the Treasurer as assigned by the Treasurer and act for the Treasurer in the Treasurer's absence, with the exception that the Assistant Treasurer may not assume the Treasurer's responsibilities as Officer.
- B. Be an authorized check signer.
- C. Be bonded.
- D. Be ratified at the Annual Congregation Meeting for a three-year term with a maximum of two (2) consecutive three-year terms.

## **10.0 SENIOR MINISTER**

### **10.1 Overall Role and Responsibilities**

The Senior Minister is called to assume leadership of the worship and pastoral care of the Church. The Senior Minister is responsible for coordinating the spiritual life of the Church and guiding and coordinating the Diaconate, Standing Committees, Teams, paid staff and volunteers as they all work together to implement the Congregation's mission and vision in accordance with the Board's policies.

The Senior Minister is delegated responsibility and authority by the Board and is accountable to the Board. The Senior Minister, in turn, delegates responsibilities and authority to the Diaconate, Standing Committees, and Teams.

The Senior Minister shall have supervisory responsibility for all paid staff within policies established by the Board (which includes hiring, evaluating, managing and, with the approval of the Board, terminating staff).

### **10.2 Calling a Minister**

The Senior and Associate Ministers (the "called ministers") shall:

- A. Be called by the Congregation for an indefinite time by a two-thirds (2/3) vote of the members in attendance at a duly called Congregation meeting.
- B. Become a member of this Church as soon as possible after becoming a Senior Minister or Associate Minister.
- C. Be installed by the New Haven East Consociation and the Connecticut Conference of the United Church of Christ.
- D. Fulfill the duties described in the Pastoral Call and, for the Associate Minister, as assigned by the Senior Minister.

### **10.3 Departure and Removal from Office**

- A. When a called minister wishes to leave of his or her own volition, he or she shall give forty-five (45) days' written notice.
- B. The removal of a called minister may be initiated by the Board calling a Special Congregation Meeting or by the members of the Congregation calling for a Special Congregation Meeting to vote on termination by submitting a petition to an Officer as described in Section 13.2 Special Congregation Meetings. If the motion for termination passes by a simple majority of the members attending (i.e., fifty percent [50%] plus one), the Minister's termination shall occur as soon as possible but must occur within forty-five (45) days of the vote to terminate. A quorum of one hundred fifty (150) members or fifty percent (50%) of the Church membership, whichever is less, shall be required for the vote to be valid.
- C. In the case of the loss of ministerial standing on the part of a called minister, the relationship between the Church and the minister shall cease at once.

## **11.0 DIACONATE AND STANDING COMMITTEES**

### **11.1 Overall Role**

- A. The Diaconate and Standing Committees are responsible for ongoing functions of the Church. They support and are accountable to the Senior Minister in their respective areas as they collaborate to achieve the Congregation's mission. The Senior Minister, in turn, provides guidance and coordination to these groups so that they all work effectively together.

### **11.2 Diaconate and Standing Committees**

The Senior Minister shall delegate responsibility and authority to the Diaconate and the Standing Committees as follows:

- A. Diaconate - Assist the Senior Minister in the oversight of the spiritual life of the Church
- B. Education (Children, Youth and Adult) - Organize all levels of the Church's Christian Education program
- C. Fellowship - Build and foster a sense of community for members and friends of the Church
- D. Finance - Oversee all Church monies to ensure their use is consistent with the approved budget and trust agreements and is safeguarded by appropriate internal controls and sound financial business practices
- E. Trust Funds & Investments - Oversees investment of all trust and reserve funds of the Church and reports to the Finance Committee
- F. Outreach - Organize activities to support and promote the benevolence and missions of the Church
- G. Properties - Provides for the current and long-term care of all Church-owned buildings, grounds and the Green, excluding the Memorial Garden

### **11.3 Election and Term**

- A. Current Diaconate and Standing Committee members are responsible for recruiting new Diaconate and Committee members.
- B. Each year, the current Diaconate and Standing Committee members decide who among them will be the chair or co-chairs for the next year.
- C. The Board Nominating Team shall prepare the list of proposed chairs or co-chairs and members for the Diaconate and Standing Committees to be ratified by the Congregation at the Annual Congregation Meeting.
- D. The term for Diaconate and Standing Committee members shall be three (3) years with a maximum of two (2) consecutive terms. Diaconate and Standing Committee chairs or co-chairs may serve a maximum of two (2) consecutive one-year terms as chair or co-chair. Any mid-term vacancy on the Diaconate or Standing Committees shall be filled by a candidate recommended by the Diaconate or Committee and ratified by the Board.

## **12.0 TEAMS**

### **12.1 Creation and Role**

- A. Teams can be created and dissolved as needed to carry out the Congregation's mission.
- B. Teams are responsible for a specific, sometimes time-limited, task of the Church.
- C. Team members are not elected by the Congregation, and they do not have terms.
- D. Teams accomplish the assigned task in whatever way is most effective or comfortable, and, depending on the task, may or may not hold regular meetings and keep minutes and records.
- E. Teams can be created by the Board, the Senior Minister, the Diaconate, a Committee, or a group of people who want to work together to do something new.
  - i. Teams created by the Board assist the Board in its governance responsibilities as assigned and are accountable to the Board.
  - ii. Teams created by the Senior Minister support the Senior Minister in their respective areas and are accountable to the Senior Minister.
  - iii. Teams created by the Diaconate or a Committee are overseen by, and accountable to, the Diaconate or Committee that created them.
  - iv. Teams proposed by a group of people must request commissioning by the Senior Minister, the Diaconate or a Committee. They will then be accountable to whichever entity commissioned them.
- F. The group or person creating the Team determines whether all, some or none of the Team members must be members of the Congregation.

## **13.0 CONGREGATION MEETINGS**

### **13.1 Annual Congregation Meetings**

Annual Congregation Meetings shall be set on the following dates each year, unless modified by the Board.

- A. The Annual Budget Meeting shall be held no later than the last Sunday in January to approve the Church Budget for the fiscal year that started January 1st.
- B. The Annual Congregation Meeting shall be held on the third Sunday in May. The Congregation shall (1) elect new Board members and (2) ratify the Board Moderator, the Board Clerk, the Assistant Treasurer, and the chairs or co-chairs and members of the Diaconate and Standing Committees. All terms shall begin on June 1st. Annual reports from the Board, Senior Minister, the Diaconate, the Standing Committees, and Teams shall be presented at this meeting.

### **13.2 Special Congregation Meetings**

Special Congregation Meetings may be called by the Board or by a petition signed by at least twenty-five (25) members. In the case of such a petition, a Special Congregation Meeting must be called between thirty (30) and sixty (60) days after the petition has been delivered to an Officer of the Church.

### **13.3 Call for Congregation Meetings**

The Call for the Annual, Budget and Special Congregation Meetings shall be issued by the Clerk of the Church. The Call shall state the purpose of the meeting; contain a full explanation of any proposed vote(s); and be sent by email or US Postal Service mail to all members at least one (1) week prior to the meeting. No proposed motions may be added once notification of any meeting is publicized. One (1) notice to each family group shall be sufficient. In lieu of a separate mailing to the Congregation, the Call may be published in a regular Church newsletter. The Call shall be read at the worship service on the Sunday preceding any Congregation Meeting.

### **13.4 Quorum**

Unless stated otherwise in these bylaws for a specific matter, a quorum for the transaction of business shall consist of fifty (50) members, or fifty percent (50%) of the Church's membership, whichever is less, but a smaller number may adjourn to a fixed date. All members present are entitled to vote in all matters. Absentee voting is not allowed except when voting for Board, Diaconate and Committee members.

### **13.5 Moderator**

The Moderator of the Board shall be the moderator of all Congregation Meetings of the Church. In such cases when the Board Moderator is unable to be present, another Officer or Board member shall moderate.

### **13.6 Rules of Congregation Meetings**

Except as stated otherwise in these bylaws, all matters voted on at Congregation Meetings shall be decided by a simple majority of the voting members present. *Robert's Rules of Order* will be used as a guide for the conduct of all Congregation Meetings of the Church.

## **14.0 CHANGE OF BYLAWS**

These bylaws may be amended or repealed by vote of a two-thirds (2/3) majority of the members at any Congregation Meeting called for this purpose. The quorum for such a vote is stated in Section 13.4 Quorum. Copies of the bylaws with proposed changes shall be available at the Church Office and shall also be made available through other means and at other times at least two (2) weeks prior to the Congregation Meeting convened to approve them.

## **15.0 DIVISION OR DISSOLUTION**

- A. In the event of a division in the Congregation, the part of the Congregation that remains in the United Church of Christ shall retain ownership of the Church and its property.
- B. A decision of the Congregation to dissolve the Church or merge with another congregation shall be made by a two-thirds (2/3) majority of the members at a duly called meeting. A quorum of one hundred (100) members or fifty percent (50%) of the membership, whichever is less, shall be required for the vote to be valid.
- C. No member, Officer, or employee of the Church or any individual shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Church.

- D. Upon dissolution of the Church, all Church property and assets shall be applied first to the payment of all outstanding liabilities and expenses of its dissolution. The remainder shall be distributed to one (1) or more organization(s) selected by the Congregation. If possible, the selected organizations should have purposes and activities deemed by the Congregation to be consistent with the Congregation's mission and goals.

## **APPENDIX I: Ministerial Fund**

The following is published as information and not as part of the bylaws because the Ministerial Fund of the First Congregational Church of Madison, Connecticut, is a completely independent trust, not subservient to the Church Board nor to any other part of the Church, but only to its self-perpetuating Trustees.

This fund was established in 1815 by special legislative act when Madison was part of the town of Guilford and was known as East Guilford, and the fund was domiciled there. Later, in 1933, the original act was amended by another special act changing the name of the fund to its present style. (The purpose is to fund, wholly or partially, the salaries of the pastor(s).)

The Ministerial Fund is administered by a Board of five (5) Trustees. The officers are a Chairman, a Secretary, and a Treasurer. The Trustees have access to the Church Board through the Finance Committee with one of their number, duly elected. Also, for the information of members, the text of the Special Act of the Connecticut Legislature amending the Charter of the Ministerial Fund is reproduced herewith:

1933 SPECIAL ACT NO. 273 (21 SPECIAL ACTS 955)  
AN ACT AMENDING THE CHARTER OF THE SUBSCRIBERS TO  
THE FUND IN EAST GUILFORD, AND CHANGING ITS NAME TO  
THE MINISTERIAL FUND OF THE FIRST CONGREGATIONAL  
CHURCH OF MADISON, CONNECTICUT

Be it enacted by the Senate and the House of Representatives in General Assembly convened:

**Section 1** - The name of the Subscriber to the Fund in East Guilford is changed to the Ministerial Fund of the First Congregational Church of Madison, Connecticut.

**Section 2** - The fund of said corporation shall continue to be managed by a board of five trustees. Said board shall fill any vacancy that may occur in its membership within ten days thereafter by a choice to be made by ballot. Said trustees shall apply the income of the fund of said corporation or so much thereof as many be necessary to the support of the gospel ministry in the first Congregational Church in Madison, and such income shall never be appropriated to any other object, but the minister of said church to whose support such income shall be applied shall be approved by said church. No person shall be eligible to the office of trustee unless he shall live within the limits of said church and shall be a member thereof. If any trustee shall remove from the limits of said church or shall embrace any other form of worship, his office shall become vacant. The trustees shall invest said fund or such part thereof as they may deem expedient in accordance with the statutes of this state pertaining to the investment of trust funds.

**Section 3** - The treasurer of the fund of said corporation shall give bond with surety if required by said church.

**Section 4** - Said corporation is authorized to hold real and personal estate to the amount not exceeding five hundred thousand dollars\*.

**Section 5** - Any note or mortgage given to said corporation under the name of the Ministerial Fund of The First Congregational Church of Madison or under any similar name is validated.

*Approved May 24, 1933*

\*This amount was raised to five million dollars through the passage of Special Act No. 94-7 of the Connecticut Legislature in May of 1994.