

# PLYMOUTH CHURCH

## BY-LAWS of PLYMOUTH CHURCH OF THE PILGRIMS

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# **BY-LAWS OF PLYMOUTH CHURCH OF THE PILGRIMS**

## **Article I. Name and Location of Office**

### **Section 1. Name.**

The Church is named “Plymouth Church of the Pilgrims” (d/b/a “Plymouth Church”). It is a consolidation of Plymouth Church of the Pilgrims, a New York religious corporation, with an affiliated religious body of the same name. Its predecessors were “The Plymouth Church in the City of Brooklyn,” incorporated in New York on September 27, 1847, and “The Church of the Pilgrims in the City of Brooklyn,” incorporated in New York on December 26, 1844, which were consolidated under the present name by an order of consolidation made and entered in the Supreme Court of the State of New York, Kings County, on March 27, 1934.

### **Section 2. Location of Office.**

The office of the Church is located at 75 Hicks Street, Brooklyn, New York 11201.

## **Article II. Purpose.**

The purpose of the Church shall be to bring and bind together followers of Jesus Christ to the end of sharing in the worship of God and in making God’s will dominant in the lives of men and women, individually and collectively, as that will is revealed in the life and teachings of Jesus Christ and in other ways.

Depending, as did our forebears, upon the continued guidance of the Holy Spirit to lead us into all the truth, the members of the Church will work and pray for the transformation of this world into the Kingdom of God and will look with faith for the triumph of righteousness and the life everlasting.

## **Article III. Polity**

The Church is a free, independent and self-governing Congregational Church. Its polity or form of church government is congregational. The Church is not subject to the jurisdiction, authority, direction or control of any other religious or ecclesiastical body or organization. The government of the Church is vested in its members who have full right, power and authority to act for it in all of its affairs, spiritual and temporal. Every member of the Church has an equal voice with every other member of the Church. The Church will extend to other churches and receive from them such fellowship, advice and assistance as may be mutually agreeable.

## **Article IV. Doctrine.**

The Church recognizes the Bible as a sufficient rule of faith and practice, and holds that living in accordance with the life and teachings of Jesus Christ is the true criterion of Christian discipleship. It recognizes as sacred the freedom of the individual member, under the guidance of the Holy Spirit, in matters of conscience pertaining to worship, interpretation of Scripture and doctrine, and the right of private judgment in matters of personal conduct. It recognizes that “God hath more truth and light to break forth out of His Holy Word.”<sup>1</sup>

The Church holds it to be the mission of the Christian church to proclaim the Gospel to all People, exalting the worship of the one true God and laboring for the progress of knowledge, the promotion of justice, the reign of peace and the realization of human brotherhood.

## **Article V. Covenant.**

The Covenant of the Church is as follows: We covenant with the Lord and one with another and do bind ourselves in the presence of God to walk together in all His ways, according as He is pleased to reveal Himself unto us in His blessed word of truth.<sup>2</sup>

## **Article VI. Mission Statement.**

Our Mission Statement is “(1) to KNOW GOD by placing Jesus Christ at the center of our lives through worshipping God, studying God’s Word, and responding to God’s call; (2) to GROW TOGETHER in community by learning together, serving together, and caring for each other; and (3) to LIVE OUT OUR FAITH boldly and generously by pursuing God’s shalom in the world.”<sup>3</sup>

## **Article VII. Membership.**

We reaffirm our tradition that the membership in the Church is open to all persons who accept the obligations of the Covenant, without regard to race, color or religious or ethnic background.

### **Section 1. Regular Membership.**

The regular membership of the Church shall be persons who have been approved by vote of the Church or the Plymouth Council as recommended by the Senior Minister, have accepted the Covenant and have met one of the following requirements; (a) public confession of faith and baptism if not previously baptized; (b) satisfactory letter of transfer from another church; or (c) public reaffirmation of faith where a letter of transfer from another church is not available.

### **Section 2. Associate Membership.**

The associate members of the Church shall be persons who are members of other churches and wish to maintain their membership in such churches, but who wish during their residency in the community to unite with the Church. The basis for associate membership shall be approval by vote of the Church or the Plymouth Council as recommended by the Senior Minister and public confirmation of faith and acceptance of the Covenant.

### **Section 3. Reception of Members.**

Persons, having been approved by the vote of the Church or the Plymouth Council and having met the foregoing requirements, shall be received into membership at a regular Sunday worship service, or at some other time as determined by the Senior Minister, by public acceptance of the Covenant, and thereafter shall be entitled to all privileges of membership. Any who are unable to attend in public may, after acceptance of the Covenant, be received by the Senior Minister or an Associate Minister acting on behalf of the Church.

### **Section 4. Termination of Regular Membership.**

The continuance of regular membership shall be subject to the following provisions:

(a) Any member in good and regular standing who desires a letter of transfer and recommendation to another church, shall be entitled to receive it, upon request, by vote of the Church or the Plymouth Council as recommended by the Senior Minister or an Associate Minister. A letter shall be valid as a recommendation for one year only from its date, unless renewed. This restriction shall be stated in the letter. The right to vote shall be suspended when a letter is voted, and membership shall terminate upon notice of acceptance into another church, or at the end of one year after inquiry which fails to give ground for renewal. A letter shall not be granted unless addressed to a specific church.

(b) If a member in good and regular standing desires to join a religious body with which the Church is not in fellowship, or which would not receive its letter, the Church or the Plymouth Council as recommended by the Senior Minister or an Associate Minister may, upon request, by vote, provide a letter of the member's standing. The right to vote shall be suspended when a letter is voted, and membership shall terminate upon receipt of notice that he or she has been received into the body to which the letter was given.

(c) If, because of change of faith or for other reasons not involving unchristian conduct, a member requests in writing to be released from the Covenant obligations, the Church or the Plymouth Council as recommended by the Senior Minister or an Associate Minister shall patiently endeavor to secure the member's continuance in its fellowship; failing in such effort, the Church or the Plymouth Council as recommended by the Senior Minister or an Associate Minister may grant the request and terminate such person's membership.

(d) A member whose address has long been unknown or who for a period of two years, in spite of kindly approaches, has not communicated with the Church or contributed to its support, may, by vote of the Church or the Plymouth Council as recommended by the Senior Minister or an Associate Minister, be transferred to an inactive list and cease to be reported on the active membership roll.

#### **Section 5. Termination of Associate Membership.**

The membership of an associate member shall terminate upon the member's removal of residency in the community.

#### **Section 6. Restoration to Membership.**

Any person whose membership has been terminated or who has been transferred to the inactive list may be restored by vote of the Church or the Plymouth Council as recommended by the Senior Minister or an Associate Minister.

### **Article VIII. Services.**

The worship services of the Church shall be as follows:

#### **Section 1. Regular Services.**

Regular services of worship shall be held at given hours each Sunday, except when temporarily suspended by vote of the Church.

#### **Section 2. The Ordinances.**

The Lord's Supper shall be celebrated at least four times a year at such times as the Senior Minister may determine. The baptism of adults and the baptism or consecration of children shall be administered at such time as the Senior Minister or an Associate Minister may determine.

#### **Section 3. Other Services.**

Other services for worship, inspiration, prayer and study shall be held as the Senior Minister may determine.

## **Article IX. Meetings.**

### **Section 1. Annual Meeting.**

The annual meeting of the Church shall be held at such place, at such hour and on such day during the month of May in each year as shall be fixed from time to time by the Plymouth Council; provided that, if the Plymouth Council shall not fix such place, hour and day, the annual meeting shall be held at the Church on the third Sunday of May at 12:30 P.M.<sup>4</sup> Such meeting shall be for the purposes of receiving annual reports of the officers and the Standing Committees, any reports of any Task Forces, reports from Ministry Groups, as appropriate, electing a Clerk and members of the Plymouth Council and the Standing Committees, acting upon plans for the new Church year, and for the transaction of such other business as may properly be brought before the meeting.

### **Section 2. Special Meetings.**

The Clerk shall call a special meeting of the Church upon the motion of the Plymouth Council, or on the written request of at least ten (10) qualified voters of the Church.<sup>5</sup> At a special meeting only such business may be transacted as was specified in the notice of the meeting.

### **Section 3. Notice of Meetings.**

At the direction of the Plymouth Council, the Clerk shall cause notice of the time and place of each meeting of the Church, and, if an annual meeting, of the names of any Plymouth Council members whose successors are to be elected thereat, and, if a special meeting, of the business to be transacted thereat, to be publicly read by the Minister of the Church or any member of the Plymouth Council at a regular meeting of the Church for public worship, on the two successive Sundays immediately preceding such meeting and simultaneously distributed to members of the Church through the methods of communication currently utilized by Church administration to distribute information to members. The Nominating Committee shall similarly cause notice of the names, together with brief biographies, of persons nominated for the Plymouth Council, the Standing Committees and the Clerk to be distributed to members at the time that the first notice of the meeting at which the election is to be held is read in accordance with this Section.

### **Section 4. Changing Date of Annual Meetings.**

The Church may, at an annual meeting, change the date of subsequent meetings by amendment to these by-laws. If the date so fixed for the annual meeting shall be less than six months after the annual meeting at which such change is made, the next annual meeting shall be held one year from the date so fixed. For the purpose of determining the terms of office of members of the Plymouth Council, the time between the annual meeting at which such change is made and the next annual meeting thereof shall be reckoned as one year.<sup>7</sup>

### **Section 5. Qualification of Voters.**

At every meeting of the Church, all regular and associate members are qualified to vote.<sup>8</sup>

### **Section 6. Quorum.**

At any meeting of the Church, the presence of at least forty (40) qualified voters shall be necessary to constitute a quorum; except that a lesser number at any such meeting may adjourn to a later date, in which case notice of the adjourned meeting shall be publicly read by the Minister or any member of the Plymouth Council at the regular meeting of the Church for public worship immediately preceding the adjourned meeting. At any meeting, all matters or questions shall be decided by a majority of the qualified voters voting thereon, except that by-laws can be adopted and these by-laws can be altered or amended only by a two-thirds vote.<sup>9</sup>

## **Section 7. Organization and Conduct of Meetings of the Church.**

### **(a) Calling the meeting to order.**

The Clerk of the Church shall call the meeting to order.<sup>10</sup> In the absence of the Clerk, any qualified voter may call the meeting to order and proceed with the election of a temporary Clerk who shall thereupon perform the duties of the Clerk.

### **(b) Choosing presiding officer and inspectors of election.**

Under the Clerk's supervision, the qualified voters then present shall choose a presiding officer and two inspectors of election to receive the ballots cast. This having been done, the presiding officer shall proceed with the order of business. The presiding officer and the inspectors of election shall declare the result of the ballots cast on any matter and shall be judges of the qualifications of voters.<sup>11</sup>

### **(c) Election of Plymouth Council members; term.**

At each annual meeting, successors to those Plymouth Council members whose terms of office then expire shall be elected by ballot, for a term of three years thereafter, or, if to fill a vacancy, for the balance of the unexpired term, and until their successors shall be elected.<sup>12</sup> After serving two full terms, a Plymouth Council member shall be for one year ineligible for re-election.

### **(d) Election of Clerk.**

At each annual meeting, a Clerk of the Church shall be elected by ballot, who shall hold office until the close of the next annual meeting, and until his or her successor shall be elected.<sup>13</sup>

### **(e) Election of members of Standing Committees.**

At each annual meeting, successors to those members of Standing Committees whose terms of office then expire shall be elected by ballot, for a term of two years thereafter, or, if to fill a vacancy, for the balance of the unexpired term, and until their successors shall be elected.

### **(f) Adjourned meetings.**

If any meeting of the Church is duly adjourned to another day, after such meeting has been organized, the same presiding officer and inspectors of election shall act, if possible; if such is not possible, another presiding officer or other inspectors of election, as the case may be, shall be elected to act at such adjourned meeting before any business is transacted. At such adjourned meeting, any actions taken at the meeting adjourned without a quorum may be ratified by action of qualified voters thereat.

### **(g) Procedure.**

Procedural matters not provided herein regarding any meeting of the Church, the Plymouth Council or the Standing Committees, or any Task Force, shall be resolved by the presiding officer in accordance with Robert's Rules of Order or any supplement or revision thereto.

## **Article X. Plymouth Council.**

### **Section 1. General.**

The Plymouth Council is created by the Membership of the Church and shall be responsible to it. It shall serve as the governing body of the Church, acting on behalf of the Church in relation to policy decisions and operating procedures between meetings of the Church. The Plymouth Council shall establish policies and procedures, and the Standing

Committees shall keep the Plymouth Council informed and shall carry out their duties in accordance with the policies set by the Plymouth Council. The Plymouth Council shall determine whether actions of the Standing Committees shall be in accord with such policies and procedures. The Plymouth Council, with the Ministers, shall have concern for and strive to enhance the spiritual life of the Church. The Members of the Plymouth Council shall have the responsibilities under the law as the Trustees of the Corporate Church.

## **Section 2. Duties.**

It shall be the responsibility of the Plymouth Council, the Senior Minister and the ministerial staff, working together, and discerning the will of God and the members of the Church, to define the entire purpose and program of the Church.

The Plymouth Council shall organize, assign responsibility, and oversee the work of all of the Standing Committees, any Task Forces, and the Ministry Groups as it deems to be consistent with the objectives of the Church and appropriate to facilitate the conduct of business by and among such Standing Committees, Task Forces, or Ministry Groups.

The Plymouth Council shall study and make effective the community outreach of the Church and cooperate with organizations, civic and religious, furthering brotherhood, good will and righteousness. It shall study and consider the relationships of the Church with other like-minded Christian churches and the agencies, denominational and interdenominational, of such churches and make recommendations to the Church concerning such relationships. The Plymouth Council shall appoint members of the Church to act as delegates therefrom to other churches or to councils, associations or conferences of other churches with which the Plymouth Council determines this Church is or desires to be associated in fellowship and cooperation.

The Plymouth Council shall concern itself with matters relating to the ministers. Prior to the annual meeting of the Church, the Plymouth Council shall prepare and make an annual evaluation of each called Senior Minister and Associate Minister, as applicable, and shall discuss the evaluation with such Minister in confidence. The Plymouth Council shall consult with any Minister, individually at his or her request or otherwise, on all matters concerning his or her services to the Church.

The Plymouth Council shall have the custody, care and control of all of the temporalities and property, real and personal, belonging to the Church, and of the revenues therefrom, and shall administer the same for carrying on and advancing the religious purposes, polity, doctrines and usages of the Church stated herein and in accordance with the provisions of these by-laws and of the laws of the State of New York.<sup>14</sup>

## **Section 3. Executive Committee.**

The Executive Committee shall consist of the officers of the Plymouth Council and such other members of the Plymouth Council as may be appointed by the President. During periods of vacation or in emergent situations during the interval between meetings of the Plymouth Council, the Executive Committee is empowered to exercise the powers of the Plymouth Council with respect to any matter that, in the opinion of the President, should not be postponed until the next scheduled meeting of the Plymouth Council. All actions taken by the Executive Committee shall be reported at the next meeting of the Plymouth Council.

## **Section 4. Standing Committees, Task Forces and Ministry Groups in Support of the Plymouth Council.**

The Standing Committees, any Task Forces and the Ministry Groups shall assist the work of the Plymouth Council and the ministerial staff. As set forth in Article XII, the President of the Plymouth Council, with the advice and consent of the Plymouth Council, shall appoint a member of the Plymouth Council to be a member of each of the Standing Committees (with the exception of the Nominating Committee).

## **Section 5. Deacons.**

The members of the Plymouth Council, the Standing Committees, any Task Forces, and the Ministry Groups shall be the Deacons of the Church and shall assist the Senior Minister, any Associate Ministers and any Assistant Ministers in the spiritual welfare of the Congregation, including ministering to the members of the Church and administering the Ordinances.

## **Section 6. Number of Members.**

The members of the Plymouth Council shall be twelve (12) elected from the membership of the Church to serve a term of three years, classified so that the terms of one-third shall expire each year.<sup>15</sup> The Senior Minister shall be an ex officio voting member of the Plymouth Council.

## **Section 7. Vacancies among Plymouth Council Members.**

If any Plymouth Council member declines to act, resigns, dies, or ceases to be a qualified voter at a Church meeting, his or her office shall be vacant; and such vacancy may be filled by the Nominating Committee until the next annual meeting of the Church; at which meeting the vacancy shall be filled for the unexpired term.<sup>16</sup>

## **Section 8. Meetings of Plymouth Council.**

### **(a) Regular Meetings.**

Regular meetings of the Plymouth Council shall be held monthly, except in July and August, on the fourth Tuesday of each month at the office of the Church at 8 P.M., or at such other place and time as designated in the notice of meeting.<sup>17</sup>

### **(b) Special Meetings.**

Special meetings of the Plymouth Council shall be held on the call of the President of the Plymouth Council or the Senior Minister, or at the request of any two members of the Plymouth Council, at such time and place as shall be designated in the notice of the meeting.

### **(c) Annual Meeting.**

The annual meeting of the Plymouth Council shall be its regular monthly meeting following the annual meeting of the Church. Officers of the Plymouth Council shall be elected at this meeting.

### **(d) Notice of Meetings.**

Meetings of the Plymouth Council shall be called by giving at least 24 hours' notice thereof personally or by mail, including by electronic mail, to all of the members of the Plymouth Council; and such notice may be given by any two of the members of the Plymouth Council. However, by the unanimous consent of the Plymouth Council a meeting may be held without previous notice thereof.<sup>18</sup> No notice shall be required for a regularly scheduled meeting.

### **(e) Quorum.**

A majority of the whole number of members of the Plymouth Council shall constitute a quorum for the transaction of business at any meeting lawfully convened.<sup>19</sup>

### **(f) Action in Writing.**

Any action which might be taken at a meeting of the Plymouth Council may be taken without a meeting if such action is taken by written resolution signed by all of the members of the Plymouth Council then in office.

**(g) Meeting by Means of Electronic Communication.**

A conference among Plymouth Council members by a means of communication through which the members may simultaneously hear each other during the conference constitutes a meeting of the Plymouth Council if the same notice is given of the conference as would be required for a meeting, and if the number of Plymouth Council members participating in the conference would be sufficient to constitute a quorum at the meeting. Participation in a meeting by this means constitutes personal presence at the meeting. In addition, a Plymouth Council member may participate in a Council meeting by any means of communication through which that member, other non-physically present Council members participating, and all Council members physically present at the meeting, may simultaneously hear each other during the meeting.

**(h) Open Meetings.**

The meetings of the Plymouth Council shall be open for observation by members of the Church, unless, by vote of the Plymouth Council, it shall meet in closed session to discuss particular matters.

**Section 9. Bank Accounts and Safe Deposit Boxes; Audits.**

The Plymouth Council may maintain such bank accounts and safe deposit boxes as it deems necessary for the safe keeping of the funds, securities and valuable documents of the Church. The Plymouth Council shall, from time to time, designate by which of its officers or authorized agents, checks, notes or other documents of the Church may be signed and access given to its safe deposit boxes. The Plymouth Council shall cause an annual audit of the accounts of the Church to be made by an independent certified public accountant.

**Article XI. Officers and Other Personnel.**

**Section 1. Officers.**

The officers of the Church shall be the Ministers, the officers of the Plymouth Council and the Clerk.

**Section 2. Senior Minister.**

The Senior Minister shall be in charge of the spiritual welfare of the Church with the assistance of the Plymouth Council and other ministerial staff, including one or more Associate Ministers and/or Assistant Ministers. The Senior Minister shall seek to enlist men and women as followers of Christ, preach the Gospel, administer the Ordinances, have under his or her care all services of public worship and administer the activities of the Church in cooperation with the Plymouth Council and other ministerial staff, including one or more Associate Ministers and/or Assistant Ministers.

The Senior Minister shall have authority over all members of the staff. He/she shall organize and direct the work of the ordained and lay ministers employed by the Church. He/she shall conduct or oversee the performance reviews of all staff. He/she shall work with the Personnel Committee then in determining salary adjustments for all staff consistent with the Church's compensation program.

In collaboration with the Plymouth Council, he/she shall provide direction and leadership for the activities of the Church. The Senior Minister may delegate, as appropriate, and at his/her discretion, the employment, organization, and management of other Church staff and activities to a church administrator, Associate Minister or Assistant Minister, whichever position is then staffed.

**Section 3. Election and Salary of Ministers.**

The Senior Minister (and any Associate Minister) of the Church shall be called, settled or removed, and their salaries fixed, only by the vote of a majority of the qualified voters of the Church present at a meeting of the Church

specially called for that purpose in the manner provided herein and by law for the call of special meetings.<sup>20</sup> When the Plymouth Council shall determine that a Search Committee for any Called or Interim Minister shall be necessary, the Plymouth Council shall nominate a slate of members to be elected by the Church at a Special Meeting called for that purpose.

#### **Section 4. Associate Ministers.**

Associate Ministers are trained and ordained ministers who are called and commissioned for service in the Church. The Senior Minister shall supervise any such Associate Minister.

#### **Section 5. Assistant Ministers.**

The Senior Minister, with the advice and consent of the Plymouth Council, may appoint one or more Assistant Ministers, including, but not limited to, a Minister of Music and a Director of Ministry to Families and Children. Any such Assistant Minister shall be supervised by the Senior Minister and may be removed by the Senior Minister after consultation with the Plymouth Council. The Senior Minister, any Associate Ministers and any Assistant Ministers comprise the ministerial staff of the Church.

#### **Section 6. Officers of the Plymouth Council.**

##### **(a) Officers.**

The officers of the Plymouth Council shall be a President, a Vice President, a Secretary and a Treasurer. The Plymouth Council may, if it deems necessary, appoint additional vice presidents and assistant officers to perform such duties as it may prescribe.

##### **(b) Terms of Officers.**

Each officer shall hold office from the close of the meeting of the Plymouth Council at which such officer is elected until the close of the next annual meeting thereof and until a successor shall be elected or until his or her resignation, death, termination of membership on the Plymouth Council or removal.

##### **(c) Duties of Officers.**

###### **(1) President.**

The President shall preside at all meetings of the Plymouth Council. The President shall make an annual report, as President, at the annual meeting of the Church. In general, the President shall perform all other duties which are incidental to the office of President, including those specifically provided for in these by-laws.

###### **(2) Vice President.**

In the absence of the President or in the event of his or her inability to perform the duties of office, the Vice President shall perform the duties of the office of President. The Vice President shall perform such other duties as the Plymouth Council may prescribe.

###### **(3) Secretary.**

The Secretary shall keep full and accurate minutes of the meetings of the Church and the Plymouth Council and shall give, or cause to be given notices of all meetings of the Plymouth Council. The Secretary shall keep and file records and communications of the Church and the Plymouth Council and shall furnish any certificates that may be required of actions taken at meetings of the Church and the Plymouth Council. The Secretary shall perform such other duties as the Plymouth Council shall prescribe.

**(4) Treasurer.**

The Treasurer shall have custody of all corporate funds. The Treasurer shall ensure that regular books of account are kept, and shall perform all other duties incident to the office. The Treasurer shall report from time to time to the congregation, including at the annual meeting, on the Church's financial status and on other financial matters of importance to the Church. The Treasurer shall perform such other duties as the Plymouth Council may prescribe.

**Section 7. The Clerk.**

The Clerk shall be elected from the membership of the Church at the annual meeting to serve for a term of one year. After serving three full terms, a Clerk shall be for one year ineligible for re-election. The Clerk shall call all meetings of the Church to order in accordance with the legal requirements of the office. The Clerk shall give notice of all meetings of the Church as provided in these by-laws.

**Section 8. The Registrar.**

The Registrar shall be a member of the Church staff and shall keep a register of the members of the Church and dates of their reception, removal or death, which register shall be open to inspection by any regular or associate member of the Church; a record of the transfers and deaths of members of the Church; and a record of marriages performed in the Church. The Registrar shall keep letters of admission to membership and issue letters of transfer of standing when voted as provided herein; shall collect documents and records connected with the history of the Church; and shall present at the annual meeting a statistical report as to changes in membership, baptisms, transfers and deaths.

**Section 9. Director of Plymouth Church School.**

The Director of the Plymouth Church School shall be appointed by the Plymouth Council upon the recommendation of the Plymouth Church School Committee, the Personnel Committee and the Senior Minister. The Director shall be responsible to the Plymouth Council, the Plymouth Church School Committee and the Senior Minister for the implementation and administration of the Plymouth Church School, the policies of which shall be determined by the Plymouth Council upon the recommendation of the Plymouth Church School Committee and the Senior Minister.

**Section 10. Other Personnel.**

The Plymouth Council, in consultation with the Senior Minister, shall have the authority to appoint or retain a Controller, a Church Administrator, a Director of Operations and other staff members, and such other professional advisors, including legal, accounting and investment counsel, as the Plymouth Council shall deem appropriate, and to fix their compensation and fees.

**Section 11. Relationships with Staff.**

The Senior Minister shall have the responsibility for the day-to-day supervision of all staff employed by the Church. The Senior Minister shall prepare an annual review or evaluation of each staff member. After consultation with the Personnel Committee, the Senior Minister together with one or more members of the Personnel Committee shall discuss the review or evaluation with the staff member. Staff members shall discuss individual concerns relating to employment matters first with the Senior Minister and thereafter, if they so desire, with the Personnel Committee.

**Article XII. Standing Committees, Task Forces and Ministry Groups.**

**Section 1. General.**

(a) The five (5) Standing Committees of the Church shall be the Nominating Committee, the Christian Help Committee, the Finance Committee, the Personnel Committee and the Plymouth Church School Committee. Each

Standing Committee shall be responsible for maintaining a written record of its policies and procedures as approved by the Plymouth Council.

(b) The Plymouth Council may invite representatives of the Standing Committees, any Task Force, the Ministry Groups or any other organization of the Church, respectively, to attend meetings of the Plymouth Council in order to report regarding the interests and activities of such Standing Committee, Task Forces, Ministry Groups or organizations. Each Standing Committee, Task Force, Ministry Group or other organization of the Church may request to make oral presentations to the Plymouth Council.

(c) Each year, each Standing Committee, any Task Force, the Ministry Groups, as appropriate, or any other organization of the Church, as appropriate, shall prepare and submit for approval to the Plymouth Council a plan and goals for the coming year. Each Standing Committee, any Task Force, the Ministry Groups, as appropriate, or any other organization of the Church, as appropriate, shall report to the Church at the annual meeting.

(d) Each Standing Committee, any Task Force, Ministry Group, as appropriate, or any other organization of the Church, as appropriate, shall submit an annual budget request to the Finance Committee for its review and preparation of a proposed annual budget to be submitted to the Plymouth Council for approval. The Plymouth Council shall submit the annual budget to the Church at the annual meeting. Thereafter, during the year, requests for modifications of the budget shall be submitted to the Plymouth Council for approval. The Controller of the Church shall provide regular reports to each Standing Committee, any Task Force, Ministry Group, as appropriate, or any other organization of the Church, as appropriate, regarding its expenditures in relation to its annual budget. Each Standing Committee, any Task Force, Ministry Group, as appropriate, or any other organization of the Church, as appropriate, shall be responsible for keeping expenditures within the approved budget unless otherwise authorized by the Plymouth Council.

(e) Only members of the Church may serve on the Standing Committees. The Senior Minister and any Associate Minister or Assistant Minister shall be invited and have a voice at meetings of the Standing Committees. Members of the Church may attend meeting of any of the Standing Committees (with the exception of the Nominating Committee), provided that such volunteers may be asked to leave when confidential matters are being discussed.

(f) Members of the Standing Committees who shall be elected by the Church or appointed by the Plymouth Council shall be voting members of the Standing Committees on which they serve. Members of the Church who shall have committed themselves voluntarily to serve on Standing Committees shall be non-voting members thereof. An individual shall serve as a voting member on no more than one Standing Committee.

## **Section 2. Nominating Committee.**

### **(a) Duties.**

At the annual meeting, the Nominating Committee shall nominate a slate of candidates for members of the Plymouth Council, members of each Standing Committees and the Clerk; shall set forth in writing criteria used by the Nominating Committee for making nominations and publish those criteria in advance of the annual meeting; shall cause notice of the names, together with brief biographies of the persons nominated, to be posted on the bulletin boards of the Church, as provided in Article IX, section 3, herein; shall receive and consider suggestions from members of the Church for persons to be nominated; shall consult with the Plymouth Council and the Standing Committees about their needs; shall fill any vacancy occurring during the year on the Plymouth Council or a Standing Committee. Nominations by the Nominating Committee shall not preclude nominations being made by a qualified voter from the floor or by petition.

### **(b) Membership.**

The Nominating Committee shall have five members elected from the membership of the Church, with either two or three elected by the Church each year to serve two-year terms. While serving on the Nominating Committee, members shall not be members of the Plymouth Council or elected members of other Standing Committees. Outgoing members of the Nominating Committee shall not for one year be eligible to be nominated for the Plymouth Council.

**(c) Terms of Membership.**

After serving one two-year term, a member of the Nominating Committee shall for one year be ineligible for re-election.

**(d) Selection of Officers.**

The Nominating Committee shall elect a chair and a secretary from among its own membership.

**(e) Reports to:**

The Congregation.

**(f) Meetings.**

The Nominating Committee shall meet monthly, except during July and August.

**Section 3. Christian Help Committee.**

**(a) Duties.**

The Christian Help Committee shall coordinate the benevolences plans of the Church; propose the benevolences budget to the Plymouth Council for recommendation to the Church at the annual meeting; allocate benevolences and communion offerings based on guidelines set by the Plymouth Council; and promote voluntarism and contribution of time to outside organizations.

**(b) Membership.**

The Christian Help Committee shall have **six** members elected from the membership of the Church, **three** elected each year to serve two-year terms. In addition, the President of the Plymouth Council shall appoint, with the advice and consent of the Plymouth Council, a Plymouth Council member to be a voting member of the Christian Help Committee.

**(c) Terms of Membership.**

After serving six consecutive years on the Christian Help Committee, a member of the Christian Help Committee shall be for one year ineligible to serve.

**(d) Selection of Officers.**

At its first meeting after the annual meeting of the Church, the Christian Help Committee shall elect a chair and a secretary from among its membership.

**(e) Reports to:**

Plymouth Council at least each quarter year.

**(f) Meetings.**

The Christian Help Committee shall meet as needed, but at least each quarter year.

## **Section 4. Finance Committee.**

### **(a) Duties.**

The Finance Committee shall have responsibility for the care and custody of the property of the Church and have charge of its financial affairs, including, among other things, (i) the review of annual budget requests from each Standing Committee, any Task Force, Ministry Group, as appropriate, or any other organization of the Church, as appropriate, respectively, (ii) the preparation of a proposed annual expense budget of the Church for submission to the Plymouth Council, (iii) the oversight and control of investment and reinvestment of the funds and monies of the Church and (iv) the direction of the purchase, sale or exchange of securities and other financial instruments of the Church. The Finance Committee may employ one or more investment counsel and may delegate authority to purchase and sell securities for the account of the Church to such investment counsel, subject to such limitations as the Finance Committee may impose. The Finance Committee shall keep a full record of its acts and submit a copy thereof to the Plymouth Council.

### **(b) Membership.**

The Finance Committee shall have four members elected from the membership of the Church, two elected each year to serve two-year terms. In addition, the President of the Plymouth Council shall appoint, with the advice and consent of the Plymouth Council, the Treasurer to be a voting member of the Finance Committee. Furthermore, the Controller shall be an ex-officio non-voting member of the Finance Committee.

### **(c) Terms of Membership.**

After serving six consecutive years on the Finance Committee, a member of the Finance Committee shall be for one year ineligible to serve.

### **(d) Selection of Officers.**

At its first meeting after the annual meeting of the Church, the Finance Committee shall elect a chair and a secretary from among its membership.

### **(e) Reports to:**

Plymouth Council at least each quarter year.

### **(f) Meetings.**

The Finance Committee shall meet as needed, but at least each quarter year.

## **Section 5. Personnel Committee.**

### **(a) Duties.**

The Personnel Committee shall concern itself with matters relating to all staff of the Church and shall consult with the Ministers regarding such matters and shall advise the Plymouth Council in respect thereof; recommend personnel policies to the Plymouth Council and the Senior Minister, respectively, and prepare and maintain a manual of such policies; and ensure that personnel files are maintained regarding each staff member.

### **(b) Membership.**

The Personnel Committee shall have four members elected from the membership of the Church, two elected each year to serve two-year terms. In addition, the President of the Plymouth Council shall

appoint, with the advice and consent of the Plymouth Council, a Plymouth Council member to be a voting member of the Personnel Committee. Furthermore, the Church Administrator shall be an ex-officio non-voting member of the Personnel Committee.

**(c) Terms of Membership.**

After serving six consecutive years on the Personnel Committee, a member of the Personnel Committee shall be for one year ineligible to serve.

**(d) Selection of Officers.**

At its first meeting after the annual meeting of the Church, the Personnel Committee shall elect a chair and a secretary from among its membership.

**(e) Reports to:**

Plymouth Council and Senior Minister. The Personnel Committee shall treat some matters with confidentiality outside the Plymouth Council and the Senior Minister.

**(f) Meetings.**

The Personnel Committee shall meet as needed, but at least once each quarter year.

**Section 6. Plymouth Church School Committee.**

**(a) Duties.**

The Plymouth Church School Committee shall have oversight of the Plymouth Church School. It shall be responsible to the Plymouth Council for its curricula, affairs and policies, including the summer camp, the appointment of the Director of the Plymouth Church School, and other personnel actions. It shall exercise its oversight in accordance with the philosophy and guidelines of the school approved by the Plymouth Council. It shall conduct long range planning and recommend policies and programs for the school, including budgets, admissions and financial aid.

**(b) Membership.**

The Plymouth Church School Committee shall have the following membership: (i) Three members elected by the Church to serve a two-year term. (ii) One member of the Plymouth Council, nominated by the President of the Plymouth Council and approved by the Plymouth Council. (iii) One Plymouth Church School teacher, designated by the President of the Plymouth Council following discussion with the Director of the Plymouth Church School. (iv) Two parents of children attending the school (who need not be members of the Church), designated by the President of the Plymouth Council following discussion with the Director of the Plymouth Church School. (v) Furthermore, the following shall be ex-officio non-voting members of the committee: the Director of the Plymouth Church School and the Senior Minister or other Church Staff member designated by the Senior Minister to serve on the Plymouth Church School Committee.

**(c) Terms of Membership.**

After serving six consecutive years on the Plymouth Church School Committee, a member of the Plymouth Church School Committee shall be for one year ineligible to serve, except that the term for the Director of the Plymouth Church School and the Ministers shall have no limitation.

**(d) Selection of Officers.**

The President of the Plymouth Council, with the advice and consent of the Plymouth Council, shall appoint a chair from among the membership of the Plymouth Church School Committee. The chair shall be a member of the Church. At its first meeting after the annual meeting of the Church, the Plymouth Church School Committee shall elect a secretary from among its membership.

**(e) Reports to:**

Plymouth Council in writing prior to each Plymouth Council meeting with the understanding that some matters shall be treated with confidentiality.

**(f) Meetings.**

The Plymouth Church School Committee shall meet at least monthly, except during July and August.

**Section 7. Task Forces.**

The Plymouth Council or the Senior Minister may appoint Task Forces to perform special assignments for the Church. Members on the Task Forces shall serve for a limited term and be assigned tasks that are defined by the Plymouth Council or the Senior Minister. The Task Forces will report to the Plymouth Council or Senior Minister, as appropriate.

**Section 8. Ministry Groups.**

The Plymouth Council or the Senior Minister, acting through any Associate Minister or any Assistant Minister, may establish Ministry Groups for the purpose of supporting and leading, among other things, adult Christian education (Christian spiritual development), children's Christian education, children's ministries, pastoral relations, member/fellowship, worship, music and arts, stewardship, mission-outreach and the Underground Thrift Store, as well as for any other purpose necessary for fulfilling the Church's overall mission. The specific responsibilities and duties of each Ministry Group shall be specified by such Ministry Group and submitted to the ministerial staff for approval each year. A member of the ministerial staff shall be the Church's liaison on each Ministry Group.

**Article XIII. Powers and Privileges of, and Limitations and Restrictions on, the Church and Plymouth Council.**

**Section 1. Generally.**

The Church and the Plymouth Council shall have all the powers and privileges and shall be subject to all of the limitations and restrictions set forth in various provisions of the Religious Corporations Law of the State of New York applicable to such a religious corporation.

**Section 2. Limitations of Powers of the Plymouth Council.**

(a) The Plymouth Council shall have no power to call, settle or remove a minister of the Church or to fix his or her salary, nor without action by the qualified voters of the Church, to incur debts, beyond what is necessary for the administration of the temporal affairs of the Church and for the care of the property of the Church.<sup>21</sup>

(b) The Plymouth Council shall have no power to buy, sell, mortgage or transfer the real property of the Church, comprised of the Church Sanctuary, the Church House and contiguous land and buildings and the parsonage, without specific authority given by the vote of the qualified voters of the Church. The Plymouth Council may buy, sell, mortgage, lease or transfer other real property, if approved by the affirmative vote of at least two-thirds of the Plymouth Council.<sup>22</sup>

## **Article XIV. Amendments.**

### **Section 1.**

These by-laws may be amended or altered, in so far as is legally permissible, by a two-thirds vote of the qualified voters voting thereon at any annual or special meeting of the Church, provided that a notice specifying the time of the meeting and the substance of the proposed amendment or alteration shall have been read by the Minister or any member of the Plymouth Council at a regular meeting of the Church for public worship and printed in the calendar of the Church on the two successive Sundays immediately preceding said meeting.<sup>23</sup>

### **Section 2.**

No amendments or alterations to these by-laws shall be made which shall not comply, and be consistent with the applicable provisions of the Religious Corporations Law of the State of New York. Should the provisions of these by-laws differ in any respect from the provisions of the Religious Corporations Law of the State of New York, the latter shall be controlling and these by-laws shall be duly amended to conform thereto.

## **Article XV. Fiscal Year.**

The fiscal year of the Church, for financial purposes, will begin on the 1st day of July of each year and end on the 30th day of June of each year. At all times, the official year of the Church shall begin on July 1 of each year, and all Officers or members of the Plymouth Council or the Standing Committees, as applicable, shall assume their duties on July 1 following the annual meeting of the Church and continue in office until their successors are elected and assume their duties.

## **Article XVI. Transition.**

At the first annual meeting of the Church after the adoption of the 2013 amended by-laws, the Church shall elect a Task Force comprised of five members of the Church to study the operation of the governance and ministries under these by-laws. Before the following annual meeting of the Church, such Task Force shall make recommendations, if any, for amendments to the by-laws. The provisions of this section shall not prevent members of the Church from proposing amendments in accordance with Article XIV herein.

### **Footnotes**

<sup>1</sup>John Robinson, minister of the Church in Leyden, Holland, from which the Pilgrims left for America in 1620.

<sup>2</sup>The Covenant used and adopted by the Congregational Church which was founded in Salem, Massachusetts in 1629.

<sup>3</sup>Adopted by the Plymouth Council in 2011.

<sup>4</sup>Cf. Section 163 of the Religious Corporations Law.

<sup>5</sup>Cf. Section 163 of the Religious Corporations Law.

- <sup>6</sup>Cf. Section 163 of the Religious Corporations Law.
- <sup>7</sup>Cf. Section 165 of the Religious Corporations Law.
- <sup>8</sup>Cf. Section 164 of the Religious Corporations Law.
- <sup>9</sup>Cf. Section 164 of the Religious Corporations Law.
- <sup>10</sup>Cf. Section 164 of the Religious Corporations Law.
- <sup>11</sup>Cf. Section 164 of the Religious Corporations Law.
- <sup>12</sup>Cf. Section 164 of the Religious Corporations Law.
- <sup>13</sup>Cf. Section 164 of the Religious Corporations Law.
- <sup>14</sup>Cf. Section 5 of the Religious Corporations Law.
- <sup>15</sup>Cf. Section 166 of the Religious Corporations Law.
- <sup>16</sup>Cf. Section 168 of the Religious Corporations Law.
- <sup>17</sup>Cf. Section 167 of the Religious Corporations Law.
- <sup>18</sup>Cf. Section 167 of the Religious Corporations Law.
- <sup>19</sup>Cf. Section 167 of the Religious Corporations Law.
- <sup>20</sup>Cf. Section 170 of the Religious Corporations Law.
- <sup>21</sup>Cf. Section 169 of the Religious Corporation Law.
- <sup>22</sup>Cf. Section 509 of the Not-for-Profit Corporation Law.
- <sup>23</sup>Cf. Sections 5 and 163 of the Religious Corporation Law.