

AMENDED AND RESTATED BY-LAWS OF  
THE FIRST BAPTIST CHURCH IN ESSEX, INC.  
ADOPTED OCTOBER \_\_\_\_\_, 2009

ARTICLE I. THE CHURCH

Section I. Name

This church shall be known as The First Baptist Church in Essex, Connecticut. It was incorporated under this name May 27, 1896. When first organized on June 18, 1811 it was named The Second Baptist Church of Saybrook.

Section II. Purpose

The purpose of this church is to maintain public services for the worship of God and for the teaching and preaching of the Gospel and to promote the missions and interests of the Kingdom of God according to the teachings of His Son, Jesus Christ.

Section III. Policy

This Church recognizes the scriptures of the Old and New Testaments as its sole authority in matters of faith, practice and doctrine.

Section IV. Affiliations

The governance of this Church is vested in its members. In carrying out the wider ministry for which Christ has made His church responsible, we shall be a member of the American Baptist Churches, U.S.A., the American Baptist Churches of Connecticut, and The Stonington Union-New London Baptist Association.

Section V. Baptism

Those who wish to enter into membership with this Church and have not been baptized previously shall be baptized by immersion, unless they are unable to enter the baptistry.

ARTICLE II. MEMBERSHIP

Section I. Qualifications

Membership in this church shall be held by any one of the following who has made a public confession of Jesus Christ as his or her savior and:

A. who has been duly recommended by the Diaconate for membership, and has been baptized by immersion;

B. who has presented a letter in good standing from any Baptist church in fellowship with the American Baptist Churches USA., or other denominations holding to Biblical principles generally accepted by the American Baptist Churches, has been baptized by immersion, and has been recommended by the Diaconate for membership;

C. who has had prior membership in another Christian church and who has been baptized by immersion and recommended by the Diaconate;

D. who has been baptized and presents a letter from a Christian church not requiring immersion and has been recommended by the Diaconate; or

E. who has been baptized and has been recommended for membership by the Diaconate.

### ARTICLE III. OFFICERS

#### Section I. Election and Terms of Officers

A. The Officers of the church shall consist of the following: Pastor, Council Chair, Clerk, Financial Officer, Treasurer, and Financial Secretary.

B. The Pastor shall be called for an indefinite period by the church membership upon the-recommendation of a Pulpit Committee. Election shall be by written ballot at a regular or special meeting of the church. Notice of intention to vote on calling a Pastor at such meeting shall be given at all church meetings during the two preceding weeks. A favorable vote of two-thirds (2/3) of the qualified members present shall be necessary for election. Either the Pastor or the church may terminate the pastoral relationship by giving the other party sixty (60) days written notice. Dismissal shall be by written ballot at a regular or special meeting of the church, provided that notice of intention to vote on dismissal at such meeting has been given at all church meetings during the two preceding weeks. At least two-thirds (2/3) of the qualified members Present must vote in favor of dismissal.

C. All Officers, except the Pastor, shall be elected by ballot at the Annual Meeting of the church for a length of term as follows:

Council Chair - two years

Financial Officer - one year

Clerk - one year

Treasurer - one year

Financial Secretary - one year

Vacancies occurring among these offices, except for that of Pastor, shall be filled at a special meeting of church called for that purpose.

## Section II. Duties of Officers

A. Pastor: It shall be the-duty of the Pastor to minister to the spiritual life of the church, The Pastor shall be a member ex officio of the Church Council and all Committees. The Pastor shall advise and consult the Diaconate in regard to the administration of the Fellowship Fund.

B. Council Chair: The Council Chair shall:

1. Notify the Clerk to call meetings of the church in accordance with Article VI herein;
2. Call all meetings of the church to order. If the Council Chair is absent from any meeting of the church, the Clerk shall call said meeting to order;
3. Preside at all meetings of the Church Council. If the Council Chair is absent from any meeting of the Church Council, the Council shall elect a Chair pro tem for that meeting;
4. Together with the Financial Officer, act as the signing authority on all accounts of the Church, and execute any document required to be signed by or for the church, provided that the Council Chair and Financial Officer have been properly authorized to execute such document by a vote of the Council and/or the Church as required by these By-Laws.

C. Financial Officer. The Financial Officer shall:

1. Direct the functions and duties of the Treasurer and Financial Secretary; and receive their financial reports and forward same to the Church Council;
2. Devise and maintain a system of accounts for the finances of the Church, and maintain one or more operating accounts at a bank with an office in Essex, Connecticut with signature authority on such account to include the Treasurer to permit the Treasurer to fulfill the functions of that position;
3. Act as the custodian of all invested funds and maintain a record of all transactions in regard to such funds;
4. Advise the Finance Committee and the Church Council as required regarding recommended changes in said invested funds;
5. Obtain budget requests from the Committees and prepare a preliminary annual budget for review by the Finance Committee, which shall then be forwarded to the Church Council;
6. Assist the Pastor in writing the annual stewardship letter;
7. Together with the Council Chair, act as the signing authority on all accounts of the Church, and execute any document required to be signed by or for the church, provided that the Council Chair and Financial Officer have been properly authorized to execute such document by a vote of the Council and/or the Church as required by these By-Laws.

D. Clerk: The Clerk shall:

1. Keep an accurate record of all business meetings of the church;
2. Keep an accurate list of the entire membership with dates of the admission, dismissal, erasure, reinstatement or death;
3. Issue the call at the direction of the Council Chair or Pastor for the annual meetings and all special meetings of the church as provided for by the By Laws;
4. Keep a record of significant proceedings and events, including all baptisms, funerals and marriages, for future reference or for the history of the church; and
5. Serve as secretary of the Church Council.
6. Be the custodian of all deeds of the church.

E. Treasurer: The Treasurer shall:

1. Pay from the operating account of the church:
  - a. All salaries, fixed charges, and utilities;
  - b. All other bills only after they have been approved by the Chairman of the Committee from whose budget said amount is to be paid, or in the absence of such Chairman, by the Financial Officer; and
  - c. Such non-budgeted expenses as may be approved by the Church Council and the Church as required.
2. Provide written reports, at least monthly, to the Financial Officer for review by the Church Council, of all receipts and disbursements;
3. Keep a record of all receipts and expenditures (with proper vouchers) and provide a monthly report concerning same to the Financial Officer for the Church Council, and prepare a written report for the Church Council for the Annual Meeting of all monies received and disbursed during the year;
4. Maintain a record of all receipts and disbursements for missions, and provide periodic reports of same to the Financial Officer and the Missions Committee as requested, and a full report of missions activity for the fiscal year to the Church Council for presentation at the Annual Meeting.

F. Financial Secretary: The Financial Secretary shall:

1. Receive all payments of regular and special pledges and collections;
2. Maintain a record of all pledges and collections;
3. Deposit with the Treasurer on a weekly basis all monies received;
4. Make a report at the Annual Meeting of the amount pledged during the year, the amount paid on pledges, and the amount of arrears;
5. Send out quarterly statements to all members who make a pledge regarding the state of their pledges.

## ARTICLE IV. CHURCH COUNCIL

### Section I. Description, Election, Vacancies.

A. There shall be a Church Council, which shall be the governing body of the Church. The Church Council shall consist of the Council Chair, Financial Officer, Clerk, and the chairpersons of all committees. The Council Chair shall chair all meetings of the Council; in his or her absence the Council shall select a member of the Council to act as Temporary Chair. The Clerk of the Church shall act as the secretary of the Council; in his or her absence the Council shall select a member of the Council to act as Temporary Secretary. The Church Council shall hold such meetings for business as they may deem necessary, and shall meet at the call of the Council Chair, provided that the Council shall meet at least once every two months. Vacancies on the Church Council shall be filled at a special meeting of the church called for that purpose.

### Section II. Duties.

#### A. The Church Council shall:

1. Co-ordinate the programs of all committees and organizations in the church as required;
2. Appoint the members of the Nominating Committee;
3. Appoint all delegates to local, state and national associations or conventions;
4. Appoint such subcommittees, all of which subcommittees may include church members as well as Council members, as deemed necessary to carry out the duties of the Council;
5. Maintain the church building in good repair, including the furnishings and grounds, and employ a Sexton for such purposes;
6. Maintain the parsonage in good repair ;
7. Receive and approve all non-budgeted bills against the church and authorize the Treasurer to pay same, subject to the provisions of Article IV Section II C;
8. Oversee all invested funds of the church;
9. Review the proposed budget for the next fiscal year presented by the Financial Officer and present said budget, with such changes as the Church Council may decide, to the Annual Meeting for approval, together with an income and expense report for the prior fiscal year, and a report on the invested funds of the church as of the end of the fiscal year;
10. Compile the Annual Report, which shall include the financial reports provided at the Annual Meeting and reports from all Committees and church organizations, and present same at the Annual Meeting;
11. Periodically hire an outside auditor to audit the financial books of the church; and
12. Oversee the stewardship appeal for each year.

B. The Church Council may not dispose of any church real property (land and buildings) except when authorized to do so at a duly called church meeting and approved by a three-fourths (3/4) vote of the qualified members present.

C. The Church Council shall not incur or approve any single non-budgeted expenditure above Three Thousand Dollars (\$3,000.00) (except in an emergency) unless authorized to do so at a duly called church meeting and approved by two-thirds (2/3) vote of the qualified members present. In the event of an emergency expenditure, the Church Council shall, as soon as practical, call a church meeting to explain such expenditure.

D. All estate, gift, memorial gift, individual gift or other gifts received by the Church shall be deposited in a special Gift Account, which shall be overseen by the Church Council. If any such gift of \$1,000 or more is given to the church without specific instructions for its use, the Church Council shall set aside 10% thereof for the Missions Investment Fund.

Section III. Quorum. A majority of the members of the Church Council shall constitute a quorum of the Church Council for all purposes.

## ARTICLE V. COMMITTEES.

### Section I. Description and Election

The committees of the church shall consist of the following: The Diaconate, Finance Committee, Property and Grounds Committee, Missions Committee, Christian Education Committee, Hospitality Committee, and Nominating Committee. Committee members, unless otherwise specified, shall be elected for a term of two (2) years at the Annual Meeting, provided however that the Adopting Resolution of these By-Laws may specify different initial terms for members in order to provide for staggered membership terms on said Committees. At least one half (1/2) of the members and not more than one half (1/2) of the members plus one (1) member of each committee shall be elected each year. The chairperson of each committee shall be elected for a term of two years at the Annual Church Meeting. Each committee shall elect its own secretary. Vacancies shall be filled at a church meeting called for that purpose for the remainder of the unexpired term.

### Section II. Duties and Membership of Committees.

A. The Diaconate. The Diaconate shall consist of a minimum of five (5) and maximum of nine (9) members. It shall be the duty of the Diaconate to:

1. Assist the Pastor in overseeing the spiritual life of the church;
2. Prepare and administer the ordinances of the church, including communion and baptism; and
3. Assist the Pastor in arranging for substitute preaching and ministry as required.
4. Administer the Fellowship Fund with advice and consultation from the

Pastor.

5. Be in charge of the flower arrangement in the church.
6. Engage the services of musicians and have general supervision of the music of the church. It shall also see that the organ and the pianos are kept in tune and repair.
7. Foster and maintain constructive communication between the congregation and its Pastor; Review annually the Pastor's compensation and performance and make appropriate recommendations for compensation to the Church Council for budget purposes; Review the Pastor's other needs and make appropriate recommendations to the Church Council.
8. Appoint members from the church membership at large (including members of the Diaconate, if desired) to such subcommittees as the Diaconate may deem advisable.

B. Finance Committee. The Finance Committee shall consist of a minimum of five (5) and a maximum of seven (7) members. The Financial Officer shall serve as the Chairman of the Committee. The Finance Committee shall:

1. Be responsible for developing the annual budget for the church;
2. Monitor the current budget, including income and expenses, and make recommendations to the Church Council in regard to the finances of the church;
3. Make decisions concerning the invested funds of the church, provided, however, that if any decision would affect an amount greater than five percent of the total invested funds of the church, then such decision shall require the approval of the Church Council.

C. Property and Grounds Committee. The Property and Grounds Committee shall consist of a minimum of five (5) and a maximum of nine (9) members. The Property and Grounds Committee shall:

1. Be responsible for surveying all property owned by the church;
2. Make recommendations to the Church Council for the care and upkeep of all church property;
3. Make such repairs as have been budgeted in the Annual Budget;
4. Make recommendations for such additional repair or maintenance as may be necessary to the Church Council, and implementing such additional repairs and maintenance as may be authorized by the Church Council and, if required, by a church meeting.

D. Missions Committee. The Missions Committee shall consist of a minimum of three (3) and a maximum of seven (7) members, one of whom shall be the President of the Women's Missionary Society. The Missions Committee shall:

1. Promote the missionary spirit of the congregation;

2. Provide for the mission education of the congregation;
3. Present to the members of the church all missionary and benevolent interests of the denomination;
4. Make every effort to see that the denominational quotas for missions donations are raised.

E. Christian Education Committee. The Christian Education Committee shall consist of a minimum of five (5) and a maximum of seven (7) members. The Christian Education Committee shall:

1. Create and administer a program of Christian education for the entire congregation, with attention to leadership training, curriculum, and facilities. Study and evaluate on an on-going basis the Christian education program as to its leadership, training, curriculum, equipment, facilities, and finances;
2. Prepare and administer the education budget of the church; and
3. Administer the Youth Program of the church.

F. Hospitality Committee. The Hospitality Committee shall consist of a minimum of three (3) and maximum of seven (7) members. The Hospitality Committee shall:

1. Act as a reception committee at all church services, shall give a friendly welcome to all strangers and others, and shall perform such duties as are normally performed by church ushers.

G. Special Projects and Outreach Committee. The Special Projects and Outreach Committee shall consist of a minimum of three (3) and a maximum of nine (9) members. The Special Projects and Outreach Committee shall:

1. Create and administer such projects as the Committee shall deem viable for purposes of fund raising, either for general budgetary purposes or for special projects, as the need may be determined by the Church Council in consultation with the Committee from time to time.

H. Nominating Committee: The Nominating Committee shall consist of three (3) members, each serving a three year term. One (1) member shall be appointed each year prior to the Annual Meeting by the Church Council. Members of this committee shall not succeed themselves. The Nominating Committee shall:

1. Present nominations for all officers, committees and committee chairs, except as otherwise provided, at the Annual Meeting. Nominations may also be made from the floor.

Section III. Quorum. A majority of the members of any committee shall constitute a quorum of that committee for all purposes.

## ARTICLE VI. CHURCH MEETINGS

Section I. Authorization and Procedure. Either the Pastor or the Council Chair shall direct the Clerk to issue the call for any meeting of the church. Due notice of any meeting shall be signed by the Clerk. The Council Chair shall call a special meeting upon the signed, written request of five (5) members, stating the purpose of the meeting. Notice of all meetings and the object for which they are called shall be read from the pulpit at least one week in advance of the date for the meeting. At any regular meeting of worship, however, the church may, without notice, and upon presentation by the Diaconate, act upon the reception of new members, and upon the dismissal of members to other churches.

### Section II. Annual Meeting

The Annual Meeting of the church shall be held in January of each year on a date set by the Church Council. The Council Chair shall call the meeting to order and the meeting shall first elect a moderator for the meeting. The purpose of the meeting shall be:

1. To receive the financial reports, to elect church officers, committee chairs and committees,
2. To receive written reports from all church officers, committee chairs, and presidents of church organizations, who shall prepare a summary of their work during the year for inclusion in the printed Annual Report of the Church.

The Annual Meeting may be adjourned from time to time as necessitated by weather or other unforeseen event.

### Section III. Qualification of Voters

All matters pertaining to the purchase, sale or mortgage of church property shall be voted on only by members who are of legal voting age in the state of Connecticut. On all other matters, members who are fifteen (15) years of age or older are entitled to vote.

### Section IV. Quorum

Twenty (20) members shall constitute a quorum at all meetings of the church.

## ARTICLE VII. FISCAL YEAR

The church fiscal year shall be from January 1 to December 31.

## ARTICLE VIII. AMENDMENTS

The By-Laws may be altered or amended by a vote of two-thirds (2/3) of the members present at any regular or special meeting of the church, provided that a statement of the proposed alteration or amendment has been made in the call of the meeting and that copies are available upon request.

DRAFT 07-23-09