

**THE FIRST CHURCH OF NASHUA, NH  
BYLAWS**

**ARTICLE I  
NAME AND PURPOSE**

**Section 1 - Name**

The name of this corporation shall be THE FIRST CHURCH OF NASHUA, NEW HAMPSHIRE. The Corporation has been registered with the New Hampshire Department of State since 1922 and is a 501(c)(3) non-profit organization.

**Section 2 - Purpose**

The purpose of this corporation is the maintenance of the public worship of God and the promotion of Christian knowledge and benevolence in accordance with the principles and teachings of the Congregational-Christian Churches of the United Church of Christ.

**ARTICLE II  
POLITY**

**Section 1 - Autonomy**

We hold to the freedom and responsibility of the individual soul, and the right of private judgment. We hold to the autonomy of the local church and its independence of all ecclesiastical control.

**Section 2 - Government**

The government of this Church is vested exclusively in its members. This church is in fellowship with all churches which seek to promote the kingdom of God, but acknowledges peculiar obligations of fellowship to the United Church of Christ and pledges itself to share in their common work, especially as represented by the Hillsborough Association of the United Church of Christ, and through it, as a member of the New Hampshire Conference of the United Church of Christ which represents us at the General Synod of the United Church of Christ.

**ARTICLE III  
COVENANT**

Relying upon Divine help we promise to cooperate as members of this Church in the study and practice of the law which Christ taught as supreme: "Thou shall love the Lord thy God with all thy heart and thy neighbor as thyself;" to attend its services; to contribute to its support according to our ability; to aid in the extension of the Kingdom of God; and to promote efficiency, purity and peace in this household of faith.

## **ARTICLE IV MEMBERSHIP**

### **Section 1 - Church Members**

The members of the Church shall be those persons recorded as Church Members in the Register of Members as provided in Article VI, Section 1(c).

### **Section 2 - Eligibility**

Any person, baptized into the Christian Faith, shall be eligible for membership by either:

- (a) being 18 years of age or older
- or (b) having been Confirmed in this Church or equivalent confirmation as determined by the Senior Minister.

### **Section 3 - Types of Membership**

Any eligible person shall become a Church Member when he or she has accepted the Covenant of the Church.

The Clerk jointly with the Administrative Assistant shall initiate an annual review of the membership list of the Church, during the month of March. The Clerk may transfer members whose addresses have been long unknown, or who for a period of two years have not communicated with the Church or contributed to its support to an inactive list. The Senior Minister, the Associate Minister(s), the Administrative Assistant, the Clerk, and the Board of Deacons shall review the proposed inactive list yearly. This list shall then be kept on file in the Church Office. From the date of such transfer, such persons shall cease to be reported on the active membership role, but may at any time be reinstated upon request to the Board of Deacons.

### **Section 4 - Termination of Membership**

Membership shall terminate and termination shall be recorded in the Register of Members by the Administrative Assistant:

- (a) by reason of death, or
- (b) upon written request by the member.

### **Section 5 - Notification of Dismissal**

Upon termination of membership under Section 3 or 4 of this Article, the Administrative Assistant shall upon request of the terminating member:

- (a) issue a letter of dismissal and recommendation to another church, or

(b) issue a certificate of good standing to a religious body which would not receive the letter of recommendation of this Church.

### **Section 6 - Right to Vote**

Only members of this Church shall have the right to vote at any meetings of the Church.

## **ARTICLE V MEETINGS**

### **Section 1 - Public Services**

Public services shall be held statedly on the Lord's Day and at such other times as may be determined by the Senior Minister, the Associate Minister(s) and/or the Board of Deacons.

### **Section 2 - Business Meetings**

(a) The Annual Meeting shall be held on the second Sunday of February.

(b) Special Meetings may be called by the Senior Minister, by the Prudential Committee, or by the Clerk upon request of not less than fifteen members of the Church.

(c) Each Annual or Special Meeting shall be called by warrant stating the objects of the meeting and the agenda of items to be covered, signed by the Clerk and posted for fifteen (15) days prior to the meeting and located at all church sanctuary entrances.

(d) Seventy five (75) Church Members shall constitute a quorum at any Annual or Special Meeting.

(e) Robert's Rules of Order shall govern the proceedings.

## **ARTICLE VI ORGANIZATION OF THE CHURCH**

### **Section 1 - Officers**

The Officers of the Church shall be a Moderator, a Clerk, a Treasurer, a Chronicler, and the Chairperson of the Prudential Committee. The Chairperson of the Prudential Committee is elected by the Committee immediately following the Church Annual Meeting. All other Officers shall be elected by the Church Membership at each Annual Meeting of the Church for a term of one year. ***The Moderator, Clerk and Treasurer may only be elected for a maximum of six consecutive terms.***

If a vacancy should occur in any office, the Prudential Committee shall fill such vacancy by appointment, its appointee to serve until the next Annual Meeting of the Church. If an Officer should be unable to perform the duties of the office, the Prudential Committee

may appoint an Acting Officer to fill the vacancy at the pleasure of the committee. The Moderator may appoint a temporary Clerk to perform the duties of the Clerk in the event of inability or refusal of the Clerk to perform the duties, and such temporary Clerk shall perform all the duties of the Clerk pending designation of an Acting Clerk by the Prudential Committee, or the election of a permanent Clerk.

Notwithstanding any powers and duties specifically provided for herein, all Officers shall have such powers and duties as usually pertain to their respective offices.

(a) The Moderator shall preside over meetings of the Church.

(b) The Chairperson of Prudential shall preside over meetings of the Church in the absence of the Moderator.

(c) The Clerk shall:

(1) Keep a record of all business meetings of the Church and of the Prudential Committee;

(2) Notify all Officers, members of committees and delegates of their election or appointment;

(3) Give legal notice of Church meetings in conformity with Article V, Section 2(c) herein;

(4) Preserve on file all important communications, reports, and legal documents;

(5) Make a report to the Annual Meeting of the Church;

(6) Initiate an annual update of the membership list of the Church, in conformity to Article IV, Section 3(b) herein.

(d) The Treasurer shall perform all the duties of the office at the discretion and with the consent of the Prudential Committee. The Treasurer shall receive and disburse all Church monies and shall be the custodian of all funds of the Church. When needed, an Assistant Treasurer may also be appointed by Prudential both to assist in the performance of these duties and to serve if the Treasurer is temporarily unavailable for any reason. The Treasurer and Assistant Treasurer shall be bonded in such sums as may be fixed by the Prudential Committee.

(e) The Chronicler shall keep a record of all historical events of the Church and its various organizations and shall collect and preserve programs and materials of vital interest in the life of the Church and its members.

(f) The Chairperson of Prudential and the Treasurer are the legal signatories for the church for all contracts.

## Section 2 - Elected Committees and Delegates

The elected Committees of the Church shall be:

- 1) Board of Deacons
- 2) Ushers
- 3) Board of Christian Formation
- 4) Board of Christian Outreach
- 5) Music
- 6) Prudential
- 7) Nominating
- 8) Women's Association Board

The elected delegates for the Church shall be:

- 9) Delegates to the Hillsborough Association of the United Church of Christ
- 10) Delegates to the New Hampshire Conference Annual Meeting
- 11) Delegates to the Nashua Interfaith Council

Their members and delegates shall be elected (except the ex-officio members) at the Annual Meeting of the Church in accordance with the provisions hereinafter set forth in this Article VI, Section 2.

Except as otherwise specifically provided in this Section, all terms on elected Committees are for **one year**. All church members are eligible for election to a committee or delegate position. Friends of the church (that is, participating non-members) are eligible for election to committees if the specific committee and the nominating committee agree except that Prudential and Deacon committee membership is restricted to church members only.

If a vacancy exists on any Committee or delegate position, whether such vacancy is the result of death, resignation, or otherwise, the Nominating Committee may appoint a person to fill any such vacancy on an interim basis until the next Annual Meeting. The person elected at the Annual Meeting may be, but need not be, the person appointed by the Nominating Committee to fill the vacancy in the interim.

A member of an elected Committee is eligible to serve **six** consecutive terms on the same Committee. To foster continuity in committee membership across multiple years, elected members are expected, but not required, to renew and serve multiple years.

A person who has served the maximum possible term on a Committee must be off that Committee for at least one year before being eligible to serve again on the same Committee unless a) the Nominating Committee Chair agrees to waive this restriction for a specific nominee, and b) the Committee Chair or Vice-Chair agrees to such waiver (with the proviso that no individual shall approve a waiver for themselves) and c) the person is re-elected at the annual meeting. The intent of this paragraph is to encourage members who have served six years on a committee to serve elsewhere in the church; while nevertheless providing a mechanism to retain needed expertise in exceptional circumstances.

Any elected committee members may also be simultaneously elected to delegate positions. Any church Officer (as defined in section 1) is eligible to simultaneously serve on an elected Committee, if not already serving ex-officio on an elected committee. Elected officers (regardless of ex-officio service), committee members, or delegates may be simultaneously elected to the Nominating Committee.

The size of the various committees is stated below. To encourage service by young members of the church, each committee may include one additional youth member. A youth member serves and participates fully in a committee, is nominated, and elected via the same processes as other committee members and must be a member of the church who is under the age of 21 at the time of election.

Each Committee and other organization of the Church shall submit a written report prior to each Annual Meeting. Without authorization of the Prudential Committee or these Bylaws, no separate funds or accounts will be maintained by any Committee or other organization of the Church. Where any such Church group has been authorized by the Prudential Committee to maintain one or more funds, they shall provide a quarterly report to the Treasurer and the Prudential Committee covering the fund(s) activity and current status.

Subcommittees – Any Church elected board or committee may form a subcommittee to facilitate the execution of the responsibilities of the committee. Unless otherwise specified herein:

- Subcommittees may include non-elected members and friends
- Subcommittees shall include at least one elected member of the parent committee
- The parent committee shall hear reports from their subcommittees at regularly scheduled meetings.
- Any funds required for operation of the subcommittee shall be administered through the parent committee.
- The activities of the subcommittees shall be included in the parent committee's annual written report.
- The name, purpose and membership of subcommittees not specifically defined in these bylaws shall be made known to the church office upon formation.

Subcommittees are made permanent by approved amendment to these bylaws.

(a) The Board of Deacons shall consist of fourteen (14) members. They may organize the board at their discretion except that the chairperson must be a church member. The Deacons will represent a ministry of service and care. The Deacons shall prepare and aid the Senior Minister and/or Associate Minister(s) in administration of the sacraments of Communion and Baptism. The Deacons will continue to seek new ways to enhance the worship experience and, in all ways, cooperate with the Senior Minister and Associate Minister(s) in promoting the spiritual interests of the Church.

(b) The Usher Committee shall consist of four (4) members. They may organize the committee at their discretion except that the chairperson must be a church member. This committee is responsible for the staffing and scheduling of the ushers. The ushers

are responsible for the mechanics of the Sunday Morning and Christmas Eve worship services.

(c) The Board of Christian Formation shall consist of twelve (12) members. The Director of Christian Formation shall be an ex-officio member. The Board shall select its own Chairperson, who must be a church member, to serve at its pleasure. Meetings of the Board may be called at any time by the Senior Minister or an Associate Minister or the Director of Christian Formation and two or more elected members. Six (6) members of the Board shall constitute a quorum. The Board of Christian Formation shall inform and educate itself as to the purpose, policies and procedures of effective Christian nurture, especially as they are understood in the United Church of Christ. It shall oversee and plan for educational interests of the Church, and shall have primary responsibility for the Christian nurture of children, youth and adults, determining policies, organization, and curriculum, providing a leadership and teaching staff for this purpose. It shall cooperate with the appointed Associate Minister, as defined in under Article VI, Section 3(a) in the careful selection of teachers and officers and the establishment of training opportunities for teachers. It shall oversee and provide adequate leadership for youth activities. It shall oversee and supervise the Sunday School. In the event that the staff position of Director of Christian Formation is vacant, this board may appoint a volunteer Director of Christian Formation, with guidance from the Senior Minister. This volunteer role will remain in place until the role is filled by a member of the staff.

(d) The Board of Christian Outreach shall consist of nine (9) members. The purpose shall be to inform and encourage support by the Church membership of the local and wider mission of the Church. The chairperson of the Board of Christian Outreach must be a Church member.

(e) The Music Committee shall consist of ten (10) members. The Minister of Music together with the choir directors for all active choirs, shall be ex-officio members of the Committee. The purpose of the Committee shall be to develop, implement, and support the Music Programs of the Church. The chairperson of the Music Committee must be a Church member.

(f) The Prudential Committee shall consist of eleven (11) members. The Clerk and the Treasurer shall serve ex-officio. The Committee shall select its own Chairperson to serve at its pleasure. The Senior Minister, an Associate Minister, the Chairperson, or the Clerk and two or more elected members may call meetings of the Committee at any time. Seven (7) members of the Committee shall constitute a quorum. The Prudential Committee shall have general charge and oversight of the Church work; provide for Church expenses and benevolences; administer the financial affairs of the Church with specific authority to place Church funds in trust and under one or more revocable voluntary trust agreements, the terms and conditions of such agreements being at the discretion of the Committee; have authority to buy or sell real estate subject to a 2/3 vote of those Church Members present and voting at a Special or Annual Meeting of the Church; have charge of the pulpit in the absence of the Senior and Associate Minister(s); fill any vacancies in the officers, committees and boards as provided in this Article VI.

In emergency circumstances, the Prudential Committee may officially recognize the emergency and then take reasonable temporary actions to ensure the continued functioning of the church, including the temporary suspension of other provisions of these bylaws. Suspension of a bylaw requires a 2/3 vote at a Prudential meeting with quorum present, either in person or via remote connection. If an emergency makes it impractical to achieve quorum of the regular Prudential membership, other church members may substitute, if they are designated on a list approved by Prudential before the emergency. Any temporary suspension of a bylaw shall not extend beyond the next Business Meeting (either an Annual Meeting or a Special Meeting) of the church unless agreed at that Business Meeting.

The Prudential Committee shall have the responsibility and authority to establish additional Church operating policies and procedures consistent with these By-Laws and documented in a Policy Manual

The Prudential Committee shall, in the absence of a Senior Minister, ensure that the roles and responsibilities of the Senior Minister are covered by one or more Associate Minister(s) or Interim Minister(s).

The Prudential Committee shall have the responsibility for establishing and implementing Gifting and Investment policies of the Church. To this end, the Prudential Committee shall maintain a Committee of Trusts of Special Funds which shall be responsible for:

- gifts to be included in the First Church Investment Fund. The Prudential Committee shall establish and periodically review and revise an Investment Fund Policy which shall define the Fund and ensure procedures for receipt, management and disposition of capital gifts and income derived therefrom. It shall also provide for the selection of Trustees to manage investments entrusted to the Fund.
- gifts with a designated end purpose as in the case of memorial gifts. The Prudential Committee shall establish and periodically review a Designated Gifts Policy which shall ensure appropriateness of donated material gifts, management of donated funds until the intended end use purpose is realized, conditions applicable to plaque recognition and procedures for maintaining gift registries.

The Prudential Committee shall oversee the following permanent subcommittees:

Personnel – The Personnel Subcommittee shall develop, revise, and assist in the implementation of sound personnel policies for the Church staff, to assist in maintaining a meaningful relationship between the congregation, its leadership, and the Church staff, and be advocates, liaisons, and a sounding board for the Church staff. Membership of the personnel subcommittee shall be limited to church members only.

Property Management – The Property Management subcommittee shall manage and oversee the maintenance, improvements and leasing of Church property.

Bylaws – The Bylaws subcommittee shall review the Church Bylaws and, if changes are deemed necessary, recommend changes for the Prudential Committee to offer at the Church Meeting in accordance with the provisions of Article VII. The Bylaws



subcommittee shall also review Bylaw changes offered by authorized persons and make a recommendation to Church members.

Stewardship – The Stewardship subcommittee shall promote awareness of the stewardship process and encourage generosity among Church members.

Committee of Trusts of Special Funds – The Committee of Trusts of Special Funds may organize itself as necessary to carry out Prudential Committee approved policies and to encourage the generous gifting of accumulated, inherited and appreciated assets. Membership shall be limited to church members only, and one member, as a minimum, shall be a member of the Prudential Committee.

Financial Audit - The Financial Audit subcommittee shall review financial activity of the church and shall issue regular written reports. The subcommittee shall have access to full details of church banking, investment, income, contracts, and expenses. No person who has individual authority to initiate or approve any church expense or contract shall be eligible to serve on the Financial Audit subcommittee.

The Prudential Committee may form a subcommittee for any special work within its responsibility.

(g) The Nominating Committee shall consist of three (3) elected members, plus at least one representative appointed by each of the following committees: Prudential, Deacons, Outreach, Christian Formation, Music, Ushers and Women's Association. The Nominating Committee may organize their Committee at their discretion. They shall choose and place in nomination at each Annual Meeting of the Church the name of one eligible person of the Church for each office, delegate, or membership on an elected committee, or other organization to be filled by election at such Annual Meeting. Nothing herein limits the right of any member of the Church to make nominations from the floor.

(h) The Women's Association Board shall consist of six (6) members. The purpose shall be to offer and support spiritual and educational programs that enrich and unite the community of First Church Women, the church, and the greater community thereby honoring the legacy of the women who established the Women's Association.

(i) Delegates to the Hillsborough Association of the United Church of Christ shall consist of the Senior Minister, all Associate Ministers and three (3) elected delegates. The term of an elected delegate shall be one year.

(j) Delegates to the New Hampshire Conference Annual Meeting shall consist of the Senior Minister, all Associate Ministers, and the maximum number of elected delegates consistent with the formula set by the New Hampshire Conference, elected for a term of one year.

(k) Delegates to the Nashua Area Interfaith Council shall consist of two (2) delegates elected for a term of one year.

### **Section 3 - Ministers**

The Ministerial Staff of the Church shall consist of a Senior Minister, Associate Minister(s) and a Minister of Music. These roles are filled using a search process that includes a vote of the Church. An individual who is accepted into one of these roles is considered a settled minister. The relationship of a settled minister to the church is different than a hired staff member. Details of this relationship are provided in the Policy manual.

(a) The Senior and Associate Minister(s) have responsibility for the spiritual life of the Church. They have the duty of preaching and teaching the Gospel of Jesus Christ in action and word, administer the Sacraments, minister to the distressed, the sick, and the dying, and seek to lead the congregation to a deepened commitment to the Will of God. They shall provide discretionary disbursement of money from the pastoral aid funds for the relief of those in need. They shall be chosen and called by the Church whenever a vacancy occurs, and shall serve at the pleasure of the Church. They shall become members of the Church, shall establish and maintain good standing as Ordained Ministers within the Hillsborough Association.

The Senior Minister is the Executive Head of the Church, and shall oversee the work of the Church Staff who shall be administratively accountable to him/her. The Senior Minister is an ex-officio member of all Boards and Committees.

Each Associate Minister shall be approved by and is administratively accountable to the Senior Minister and shall share pastoral duties as assigned. Each Associate Minister is an ex-officio member of the Christian Formation, the Christian Outreach, the Deacons and the Prudential Boards.

The Prudential Committee shall appoint a Pulpit Search Committee upon a vacancy in the position of a settled Minister. The Pulpit Search Committee shall recommend a candidate to the Church. An affirmative vote of the Church shall constitute a Call. The Prudential Committee, in cooperation with the new Minister shall request the Hillsborough Association to arrange for a service of installation for said Minister. Upon installation, the called Minister will be considered a settled Minister.

(b) The Minister of Music shall be administratively accountable to the Senior Minister and shall have overall responsibility for all music for the Church in cooperation with the Music Committee.

Whenever a vacancy occurs, the Prudential Committee shall appoint a Search Committee. Upon the approval of the Search Committee, approval of the Senior Minister, and an affirmative vote of the Church, the Prudential Committee shall have the authority to hire the nominated person as Minister of Music. Upon acceptance of the role of Minister of Music, the person is considered a settled Minister.

The code of conduct for settled Ministers is maintained in the Policy Manual.

## **Section 4 – Church Staff**

The Church staff is comprised of non-settled employees of the Church.

The Church Staff in addition to work assignments from the Senior Minister, shall respect the assigned tasks of the Committees.

The roles and responsibilities and the code of conduct for members of the Church Staff are maintained on the Policy Manual.

## **ARTICLE VII AMENDMENTS**

These Bylaws may be amended by vote of two-thirds of the members present and voting at any duly called and properly constituted Annual or Special Meeting of the Church, provided that the subject shall have been reviewed by the Bylaws Review Committee and set forth in the call for such Church meeting.

Amendments may be proposed for consideration by the Church only by the person or persons authorized to call Special Meetings of the Church under Article V, Section 2(b) herein.

The amended Bylaws shall be effective immediately upon adoption and apply to all proceedings thereafter, including the proceedings of the meeting at which they are adopted.