

CONSTITUTION AND BYLAWS  
OF  
THE CONGREGATIONAL CHURCH OF NEEDHAM

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PREAMBLE

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January 21, 2011

CONSTITUTION AND BYLAWS  
OF  
THE CONGREGATIONAL CHURCH OF NEEDHAM

PREAMBLE

We, the members of The Congregational Church of Needham, UCC, in order to maintain a Christian church, establish the principles of the Kingdom of God in our lives and in the life of our community, and provide a house of prayer where the word of God may be taught in accordance with the religion of Jesus Christ, as found in the scriptures and experienced throughout the centuries, do ordain and establish this Constitution and these bylaws.

ARTICLE I—NAME

This church shall be known by its corporate name, The Congregational Church of Needham, UCC (United Church of Christ).

ARTICLE II—FAITH AND COVENANT

We accept the Statement of Faith of the United Church of Christ, as it may it be adopted and amended from time to time.

We further affirm herein the Covenant adopted by the church by vote of the congregation in January, 1997, stating:

*We strive to be a joyful, welcoming Christian community.*

*We seek to be faithful in a world torn by suffering, injustice, oppression and war.*

*We are inspired by God, Christ's ministry, and the examples of other faithful people.*

*We join together in worship and song, fellowship, study and mission, to embrace the risks and challenges of continuing Christ's ministry.*

*We struggle to live out our faith in the world by furthering justice and peace, witnessing to the truth, and proclaiming God's love and mercy for all people.*

We also affirm herein the Open and Affirming Statement adopted by the church by vote of the congregation on February 13, 2000, stating:

*As a covenant community we are committed to the belief that all people are created equal before God. In affirmation of the inclusive love of Jesus Christ, we welcome persons of any race, gender, age, sexual orientation, ability and economic circumstance to full participation in our community life and ministry. We strive to reflect these beliefs in the language and content of our worship and in our lives together.*

### ARTICLE III—AFFILIATIONS

The Congregational Church of Needham, UCC holds to the autonomy and authority of the local congregation, and affirms its affiliation with the United Church of Christ, the Massachusetts Conference, and the Metropolitan Boston Association.

### ARTICLE IV—MEMBERSHIP

#### Section 1: Membership Defined

This church will welcome into its membership any person who wishes to follow the ministry of Jesus Christ. Its membership shall consist of all persons (collectively, “Members,” and each individually, a “Member”) who are Active Members of the church at the time these bylaws become effective and all persons admitted as Members thereafter in accordance with Section 2 of this Article.

#### Section 2: Admission to Membership

Admission to membership in this church shall be in accordance with guidelines laid out by the Ministers in consultation with the Membership Committee. Each Member is expected to be an *active* Member, who supports the church by his/her attendance, by active participation in the work of the church and by making a financial commitment in the form of a pledge.

#### Section 3: Reception of Members

New Members shall be publicly received into the church at any regular service of worship. Any person who desires to and is eligible to be received into membership and who is unable to attend in public may instead be received into membership privately by the Senior Minister or an Associate Minister and with the approval of the Membership Committee. Upon a new Member’s reception into membership, the Clerk shall forthwith add his or her name to the membership list.

#### Section 4: Removal from Membership

A Member of the church who has been absent from church two (2) years or more, has not during that time contributed financially to its support and has not, after fifteen (15) days’ notice, indicated a desire to be continued as a Member, may be removed from the membership list. A Member may also be removed from the membership list upon request.

### Section 5: Membership Records

The Clerk shall cause to be kept a membership list, containing the names of all current Members. Before August 31 of each year, the Clerk (in consultation with the Ministers) shall review the membership list and report in writing to the Board such changes as it recommends. Upon approval of such recommendations by the Board, the Clerk shall cause the membership list to be revised accordingly, provided, however, that no Member shall be removed from the list unless the conditions set forth in Section 4, above, shall first have been met.

### Section 6: Rights of Members

Only Members shall have the right to vote on matters brought before the church. Only Members may hold office or serve on the Board or Committees of the Congregation. For all purposes of these bylaws, and notwithstanding any other provision hereof, any person whose name appears on the membership list at a given time shall be conclusively presumed to be a Member at that time, and any other person shall be conclusively presumed not to be a Member at that time.

## ARTICLE V—MINISTERS

### Section 1: Establishment of Positions

The church shall employ a Senior Minister and such Associate Minister or Ministers as the congregation may approve.

### Section 2: Senior Minister

- a. *General responsibilities.* The Senior Minister shall care for the spiritual welfare of the church and of its Members with advice and assistance from the Deacons, the Board and such other committees and individuals as the Senior Minister or said Deacons or Board shall call upon. The Senior Minister shall have responsibility for all worship services, and shall have general supervision of the work of the church, along with the Board and the Deacons. He/She shall encourage and enable the Members of the church to perform their ministries individually and collectively, as they are called to such ministries. The Senior Minister shall have responsibility for Ministry Teams as they are from time to time developed.
- b. *Supervision of Associate Ministers and staff.* The Senior Minister shall have general supervisory responsibility over the Associate Minister(s) and all staff, provided that no pastoral relationship with any Minister shall be terminated without a vote of the church, as provided in Section 7, below. The direct supervision of particular staff members may be delegated to an Associate Minister. The Senior Minister shall participate in the performance evaluation of all staff. “Professional staff” refers to the persons holding the positions of Director of Christian Education, the Director of Music Ministries, the Director of Youth Ministries, and any comparable position in the ministry of the church.

### Section 3: Associate Minister(s)

An Associate Minister shall cooperate with the Senior Minister, the Deacons and the Board in carrying out the work of the church. In the absence of the Senior Minister, an Associate Minister shall perform the duties of the Senior Minister.

### Section 4: Vacancies

Upon notice that there will be a vacancy in any ministerial position, the Board shall appoint and submit for approval to the church, at any Annual Meeting, or at a special meeting called for such purpose, a Pastoral Search Committee, which shall consist of not less than nine (9) and not more than fifteen (15) Members of the church. This committee, after due consideration of candidates, shall present its candidate to the church at a regular Sunday worship service. A minister shall be called to ministry in the church upon a vote of the congregation at any Annual Meeting or at a special meeting called for such purpose, after the candidate has been so presented.

### Section 5: Relationship with Committees/Board

The Senior Minister and Associate Minister(s) shall advise and assist the Board and the Committees of the Congregation in carrying out their work.

### Section 6: Church Membership

Each Minister, upon acceptance of a call to this church, shall become a Member of the church. The Chairperson of the Board of Deacons, or an officer of the church, shall formally accept a Minister into membership at a public service of worship following his/her acceptance of the call.

### Section 7: Dissolution of Pastoral Relationship

Either a Minister (Senior or Associate), or the church (by vote of the congregation at a duly called meeting), may dissolve the pastoral relationship by giving at least two (2) months' written notice to the other. Notice to a Minister shall be effective when delivered to the Minister, and notice to the church shall be effective when delivered to the Chair of the Board (Moderator), at a duly called meeting of The Board. Notwithstanding the foregoing, upon receipt of notice of dissolution from a Minister, or in lieu of the church's giving notice of dissolution to a Minister, the church at its option may dissolve the pastoral relationship immediately by payment of two (2) months' full salary and benefits to the Minister.

## ARTICLE VI – NOMINATING

### Section 1: Establishment of a Nominating Team

A Nominating Team will be established annually. The Team will consist of two members from the Board, and one member from each of the following church committees: Deacons, Outreach, Youth and Christian Education. The Nominating Team members will be elected annually by each of the respective committees. Each of these above Nominating Team members will be voting members. In addition, the Senior Minister and Associate Minister(s) will serve on the Nominating Team as non-voting members.

Section 2: Reporting

The Nominating Team will report to the Board.

Section 3: Voting on the Nominated Officers

The Nominating Team will submit to the congregation for vote at the Annual Meeting nominees for church officers, and nominees for Board, Deacons, Outreach, Youth and Christian Education committees.

Section 4: Nominees from the Congregation

At the time of the Annual Meeting, nominees from the congregation to any elected office or committee will be accepted.

ARTICLE VII—OFFICERS

Section 1: Establishment of Offices; Eligibility

The officers of this church shall be a Moderator, a Clerk, a Treasurer, Assistant Treasurers as the Board may from time to time require, and a Collector. Only Members of the church shall be eligible to serve in such offices.

Section 2: Election and Term

Each of the foregoing officers shall be elected at each Annual Meeting and shall serve for a term of one (1) year or until a successor has been elected.

Section 3: Vacancies

If, prior to the end of the fiscal year, an officer shall cease to serve (as a result of death, resignation or otherwise), then the Board shall appoint a successor to serve in his or her place until the next Annual Meeting.

Section 4: Moderator

The Moderator shall serve as Chairperson of the Board and shall preside over the Board and at all Congregational meetings. If the Moderator is unable to preside at any meeting, the Board shall, prior to the start of the meeting, appoint a member of the Board to serve as temporary Moderator.

Section 5: Clerk

The Clerk shall give notice, as hereinafter provided, of business meetings of the church, and shall keep minutes or records of all such meetings. With the assistance of church staff, the Clerk shall cause to be kept records of the reports of officers, the Board, and Committees of the Congregation. With the assistance of church staff, and in consultation with the Ministers, the Clerk shall cause to be kept records of the church membership as provided in Article IV, above. All such records shall be kept on file in the church office, available to inspection by any Member

of the church upon reasonable notice. The Clerk may from time to time issue a certificate setting forth the substance of any vote of the congregation or of the Board or confirming the authority of any Minister, officer, or committee or of the Board to take a particular action, and any such certificate may be conclusively relied upon, without further inquiry, by any party dealing with the church or with any Minister, officer or the Board purporting to act on behalf of the church.

#### Section 6: Treasurer and Assistant Treasurers

- a. *Responsibilities.* The Treasurer shall have custody of all funds of the church and of all documents relating to the finances of the church (including trust funds and documents relating thereto). The Treasurer shall keep accurate and complete books of account with respect to such funds, and shall keep on file sufficient evidence of disbursements therefrom. All such documentation shall be subject to the inspection and control of the Board. The Treasurer shall report to the Board as it may require, and to the church in detail at the Annual Meeting. The Treasurer, when expressly authorized and directed by the Board, shall borrow money for church expenses authorized in the budget, but the amount of such loan shall not at any time exceed fifteen percent (15%) of the total budget authorized by the church at the last Annual Meeting (any borrowing in excess of that amount to be authorized only by vote of the congregation at a duly called meeting).
- b. *Assistant Treasurer(s).* The Treasurer may be assisted by such Assistant Treasurer(s) as the Treasurer with the consent of the Board may appoint from time to time, and such Assistant Treasurer(s) shall have such duties as may be specified by the Board or, to the extent not so specified, by the Treasurer.

#### Section 7: Collector

The Collector shall be responsible for receiving all money collected for the church operating funds (as opposed to endowment or trust funds). All undesignated loose offerings shall be divided between current expenses and outreach funds in the same ratio as shall have been assigned to those accounts in the most recent stewardship campaign. Funds designated for current expenses shall be delivered into the custody of the Treasurer by deposit to the account of the church in such bank or banks as the Board shall direct. Funds designated for outreach shall be similarly delivered by deposit to a separate account of the church (identified as containing only outreach funds) in such bank or banks as the Board shall direct. The Collector shall keep accurate records of all loose collections and pledge payments. The Collector may be assisted by no more than four (4) Members of the church, who shall be designated by the Collector and confirmed by the Board.

## ARTICLE VIII —BOARD

There shall be a Board and the following four (4) Committees of the Congregation, or such other additional Committees of the Congregation as the Board may establish.

- Deacons
- Christian Education
- Outreach
- Youth

### Section 1: General Responsibilities of the Board

In the discharge of its duties, the Board shall strive to advance the spiritual and material welfare of the church by measures consistent with the policy of the church as expressed by the Congregation at Annual Meetings or special meetings. The Board shall be responsible for all financial, business, real estate, and legal matters of the Church, including the Endowment. The Board may from time to time, as it deems appropriate, establish sub-committees of the Board, to be composed of Board members and Business Teams (including at least one Board member) and may appoint task forces or other working groups to carry out specific tasks as directed by the Board. The Board shall coordinate and oversee activities of Committees of the Congregation; develop Ministry Teams as necessary to fulfill Church duties; be responsible for development and approval of the Employee Handbook and Personnel Policy; and any other personnel policies deemed necessary by the Board; be responsible for enforcing the Employee Handbook and Personnel Policy, and any other personnel policies developed by the Board; work with Church Staff (Supervisors and employees) and Committees of the Congregation to develop Job Descriptions for all Church personnel; name Search Committees, make all employment decisions (except for calling of ministers), and be responsible for entering into all contracts between the Church and any person, vendor or other entity.

### Section 2: Membership of the Board

- a. The Board shall consist of a Chairperson, who shall be the duly elected Moderator of the Church, and ten (10) additional members.
- b. The Moderator (Chairperson of the Board) shall be elected annually by the congregation at the Annual Meeting.. All other members of the Board shall be elected by the congregation at the Annual Meeting and shall serve for a term of three (3) years.
- c. *Term and service limits.* Notwithstanding any other provision of these bylaws, (i) no one shall serve as an elected member of the Board for more than six (6) consecutive years,
  - (i) Vacancies: If, before the end of any fiscal year, an elected member of the Board shall cease to serve (as a result of death, resignation or otherwise), then the Board shall appoint a successor to serve in his or her place until the next Annual Meeting
- d. *Eligibility.* Only Members of the Church shall be eligible to serve on the Board.

### Section 3: Meetings of the Board

- a. *Regular and special meetings.* The Board shall hold such regular meetings throughout the year as it deems necessary to carry out its duties in an effective and timely manner. It is expected that at a minimum the Board will meet once each month.
- b. *Call of meetings.* A meeting of the Board may be called by the Senior Minister, by the Moderator, or by any three (3) Board members by giving at least seven (7) days notice to the members of the Board.
- c. *Quorum.* A majority of members of Board shall constitute a quorum for the transaction of business.
- d. *Who presides:* The Moderator will serve as Chairperson of the Board and shall preside over meetings of the Board. In the event the Moderator is unable to preside as chair because of a temporary absence, the Board shall appoint, from its membership, a temporary Moderator by majority vote. If the Moderator is unable to preside for any extended length of time, the Board may elect by majority vote a replacement Moderator who shall serve as Church Moderator and Board chair until the next Annual meeting, at which time the Church shall elect a new Moderator.
- e. *Records.* The Board shall keep an accurate record of those present at, and of the business transacted by, each meeting. Except as otherwise expressly provided herein, such records shall may be made by the Clerk, or such alternate as the Board may designate in the Clerk's absence and such records shall be kept with the permanent records of the Board, with a copy to be kept at all times in the church office. Such records to be kept in the church office shall not include reference to personnel matters, or other matters deemed confidential by the Board, but shall include a statement that the Board discussed matters not contained in the records and a statement of the general reason they were deemed confidential.
- f. The Senior Minister and the Associate Minister(s) may attend any meeting of the Board, other than a meeting, or portion of a meeting, called to consider the church's relationship with the ministers.

## ARTICLE IX— Committees of the Congregation

### Section 1: Committees of the Congregation

There shall be the following four (4) Committees of the Congregation whose members shall be elected by the Church at the Annual meeting to serve three (3) year terms:

Deacons

Christian Education

Outreach

Youth

## Section 2: General Responsibilities of the Committees of the Congregation (“Committees”)

- (i) Committees will work collaboratively with the Board and Church Staff to develop objectives, strategies, and plans for their areas of responsibility, within the overall vision and budget established by the Board as approved by the Congregation.
- (ii) Committees and Church Staff will work together to implement plans with Church Staff performing most day to day management while Committee members, with Church Staff support, provide support for regular church activities, special events, etc., as needed.
- (iii) Committees are responsible for working with Church Staff (Supervisors and Employees) to agree on Job descriptions for their respective roles.
- (iv) Committees will establish goals and policies relative to their areas of responsibility, subject to Board approval, and to proactively seek input and support from Church Staff.
- (v) Committees and Church Staff should meet twice each year to discuss progress relative to goals and consider whether adjustments are needed to the goals or policies.
- (vi) Committee concerns regarding Church Staff performance shall be addressed as set forth in the Employee handbook and Personnel Policies in existence at the time.
- (vii) Committee members and members of the Congregation shall be aware of Church Staff job descriptions and shall follow the guidelines for interacting with Church Staff approved by the Board.

## Section 3: Establishment of the Committees of the Congregation:

### I. Deacons

- a. *Makeup.* There shall be fifteen (15) elected members of the Board of Deacons (five (5) to be chosen at each Annual Meeting).
- b. *Duties.* The Deacons shall be the spiritual lay leaders of the church. In addition to the specific duties assigned to them elsewhere in these bylaws, the Deacons shall make the necessary preparations for, and shall assist the Minister(s) in, celebrating the Lord’s Supper. They shall work with the Senior Minister and Associate Minister(s) in the care of the spiritual welfare of the church and its Members. In the absence of the Senior Minister and Associate Ministers, they shall provide for the temporary supply of the pulpit. They shall also appoint and oversee a Chairperson of ushers, who shall be responsible for recruiting, scheduling and supervising such ushers as may be required by the Ministers and Deacons for the regular and special worship services of the church. Deacons shall be accountable to the Board to perform an annual evaluation of the ministers.
- c. *Inactive Deacons.* Upon completing his or her active service, each Deacon shall become an Inactive Deacon and shall remain such for as long as he or she remains a church Member. Any Inactive Deacon may be called upon by the Board of Deacons to perform any of the duties of the Board. Nothing in this subsection shall be construed to preclude an Inactive

Deacon from being elected to a term as an active member of the Board of Deacons pursuant to the other provisions of these bylaws governing election of Deacons.

## II. Christian Education Committee

- a. *Makeup.* There shall be twelve (12) elected members of the Christian Education Committee (four (4) to be chosen at each Annual Meeting).
- b. *Duties.* The Committee shall, in consultation with the Minister(s) and the Board, with the assistance of the Director of Educational Ministries, provide for and administer a diversified Christian education program for the church, and shall administer the budget of the church school and Christian Education program as set by the Board.

*Personnel.* The Church may employ a Director of Educational Ministries and such administrative assistants as are required to properly administer the educational program of the church. Whenever any such position is filled, the Board shall fix the salary to be paid until the next Annual Meeting. When the position of Director of Educational Ministries (or comparable position) becomes vacant, the Supervisor (as defined in the Employee Handbook and Personnel Policy) shall inform the Committee and the Board. The Board shall form a Search Committee of five (5) to ten (10) people including Committee Members and/or other Members of the church. Members of the Search Committee shall meet with and interview the candidate or candidates selected and recommended by the Supervisor, as defined in the Employee Handbook and Personnel Policy. Following the interview process, the Supervisor and the Search Committee will make a recommendation to the Board for employment. The Board will be responsible for the final employment decision.

## III. Outreach Committee

- a. *Makeup.* There shall be nine (12) elected members of the Outreach Committee (four (4) to be chosen at each Annual Meeting).
- b. *Duties.* The Committee shall:
  - (i) Coordinate and oversee all outreach work of the church, act as a clearinghouse for information on outreach activities of different church groups, and provide information to the church on funding and volunteer opportunities;
  - (ii) Cooperate with the Board and others in the raising of outreach funds, evaluate funding needs, decide on the allocation of budgeted outreach funds and report to the Board
  - (iii) Discuss the bearing of Christian faith upon current local, state, national and international issues;
  - (iv) Help Members of the church understand the issues and the bearing of Christian faith upon them by conducting related educational and informational programs;
  - (v) Encourage and facilitate outreach involvement and action by individuals and church organizations; and

- (vi) Cooperate with other churches, individuals, and community agencies and organizations in study, education and action.

IV. Youth Committee:

- a. *Makeup.* There shall be six (6) elected members of the Youth Committee (two (2) to be chosen at each Annual Meeting).
- b. *Duties.* The Youth Committee, in conjunction with the Associate Minister and the Board, with the assistance of the Director of Youth Ministries, shall have responsibility for the ministry to youth (i.e., junior and senior high school students) of the church. Its specific duties shall include the following:
  - (i) Consulting, advising and supporting the Director of Youth Ministries on program opportunities in and beyond the church;
  - (ii) Assisting in executing programs to include talent, time and fundraising; and
  - (iii) Cooperating with the Christian Education Committee in its provision for a diversified Christian Education program;
  - (iv) Concern for the pastoral needs of youth Members;
  - (v) Sharing, where appropriate, the responsibility for recruiting staff for the youth programs and offering supervision and guidance for both professional and lay leadership.
- c. *Personnel.* The Church may employ a Director of Youth Ministries and such other assistants as may be necessary to carry out its work. Whenever any such position is filled, the Board (or its designated sub-committee) shall fix the salary to be paid until the next Annual Meeting. When the position of Director of Youth Ministries (or comparable position) becomes vacant, the Supervisor (as defined in the Employee Handbook and Personnel Policy) shall inform the Committee and the Board. The Board shall form a Search Committee of five (5) to ten (10) people including Committee Members and/or other Members of the church as deemed appropriate by the Committee. Members of the Search Committee shall meet with and interview the candidate or candidates selected and recommended by the Supervisor, as defined in the employee Handbook and Personnel Policy. Following the interview process, the Supervisor and the Search Committee will make a recommendation to the Board for employment. The Board will be responsible for the final employment decision.

ARTICLE X—MEETINGS

Section 1: Annual Meeting

The Annual Meeting of the church shall be held within the first six weeks of each fiscal year, the precise time to be set by the Board no later than one month before the close of the immediately preceding fiscal year. At the Annual Meeting, the minutes of the last Annual Meeting shall be read (unless such reading shall be waived by a majority of Members present and voting), the annual reports of officers, committees and organizations given, the officers and committees elected, a budget adopted for the ensuing fiscal year, and such other business transacted as may properly come before said Meeting.

## Section 2: Special Meetings

Upon written request signed by thirty (30) Members of the church, or by a vote of the Board, a special meeting shall be called as follows:

- a. By the reading of the notice from the pulpit by a Minister, the Clerk, or another officer or Member of the church at a regular service of worship at least twelve (12) days before the date set for such special meeting; or
- b. By mailing, at least seven (7) days before the date set for such special meeting, a copy of such notice to those on the church's then current membership list.

The Clerk shall prepare the notice to be given as aforesaid. The notice shall state the date of, and the matters of business to be transacted at, such meeting. The meeting shall transact only such matters of business as are specified in such notice.

## Section 3: Notice of Meetings

- a. *Content.* Any notice of meeting, in whatever form given, shall include the date, time and location of the meeting.
- b. *Posting and printing.* The Clerk, at least two (2) weeks in advance of the Annual Meeting, and as soon as he/she receives notice of any special meeting, shall post notice thereof in the church and shall cause notice of the meeting to be printed in the church bulletin for the Sunday preceding such meeting; but failure to comply with these posting and printing requirements shall not invalidate the legality of any action taken at such meeting that is otherwise in conformity with these bylaws.

## Section 4: Voting

All elections and other votes taken at any meeting shall be determined by a majority of the Members present and voting. All votes shall be voice votes. If a vote is challenged or if, in the discretion of the Moderator, the voice vote is too close to call, then in either case, in the discretion of the Moderator, a standing count or a written ballot may be taken. Notwithstanding the foregoing, the church may, by a vote complying with the foregoing requirements, specify that a particular vote is to be taken by written ballot.

## Section 5: Quorum

At any meeting at which a vote is taken, seventy-five (75) Members shall be a necessary quorum for the transaction of any business, except that a majority of the Members present and voting may vote to adjourn the meeting to another specified time.

# ARTICLE XI—FISCAL AND LEGAL MATTERS

## Section 1: Fiscal Year

- A. The church's fiscal year shall be the calendar year, and unless otherwise expressly specified, all references herein to "year" shall mean the fiscal year.

### Section 2: Audit

Every three years, the Board shall cause to be conducted an audit or review of the church's operating account, and such other accounts as the Board deems necessary, by a qualified independent certified public accounting firm, and shall include the estimated cost of such audits or reviews in its budget for the year of such audits or reviews.

### Section 3: Legal Review

Prior to executing any contract, lease, description of terms of employment, or other written document that binds or could bind the church to any legal or financial obligation, the Board may have such document reviewed by legal counsel. If any person other than the Chairperson of the Board seeks to bind the Church in any legal matter, he or she must have received the explicit authority of the Board, and the Board shall execute such documents necessary to bind the Church legally.

## ARTICLE XII—MISCELLANEOUS

### Section 1: Amendment or Repeal

These bylaws may be amended or repealed by a two-thirds (2/3) vote of the Members present and voting at any Annual Meeting of the church or at a special meeting called for such purpose, provided that no amendment or repeal shall be made unless the substance is set out in the notice of such meeting (whether Annual or special).

### Section 2: Enacting Clause

This Constitution and these bylaws shall be effective as of their passage and shall remain in effect unless amended or repealed.

## WARRANT

There will be a meeting of the congregation on January 30, 2011 immediately following worship in the Sanctuary to vote on the following:

Proposed Amendment to the CONSTITUTION AND  
BYLAWS OF THE CONGREGATIONAL CHURCH OF NEEDHAM