

# **Bremen Union Church Covenant & By-Laws**

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| Adopted | May 3, 1992        |
| Revised | Sept 12, 1993      |
| Revised | August 1998        |
| Revised | August 1999        |
| Revised | May 2002           |
| Revised | October 2008       |
| Adopted | October 19, 2008   |
| Adopted | September 27, 2009 |

Bremen Union Church  
523 Waldoboro Road, Rt 32  
P. O. Box 223  
Bremen, ME 04551

Revised  
Adopted

September 2014  
September 14, 2014

## Bremen Union Church Covenant

Trusting in God's divine grace, we claim Jesus Christ as the only Son of God, our Lord and Savior, and give our lives wholly to Him. As members of His body, we joyfully covenant with each other to walk together in Him with love, to the glory of God - the Father, Son, and Holy Spirit. We promise, with the help of God, to:

- ❖ Mutually care for one another as members of the same body,
- ❖ Promote the growth of the whole body in Christian faith, service, and knowledge,
- ❖ Strive toward wholeness and holiness, faithful to God's will for all of creation.

We promise to gather together for services of public worship and sacraments. We will strive to keep in communion with one another, not forsaking the assembling of ourselves together; that we will cheerfully contribute of our property for the support of the poor, for the support of local and worldwide missions, and for the maintenance of a faithful ministry of the Gospel;

We promise that we will conduct private and family devotions at home and educate our children and those under our care in the Christian faith, with a view to the service of Christ and the enjoyment of everlasting life;

We will endeavor to live lives reflecting the Gospel message, as shown through our faith, love, compassion, forgiveness, and service that, through our discipleship, we may win souls for the Lord Jesus Christ. We will remember that God has not given us the spirit of fear, but of power, of love, and a sound mind. We are called to be the light of the world and the salt of the earth.

We promise to welcome all those whom Christ would welcome and to encourage all those who are seeking Him or who are seeking to grow in Him;

We promise to frequently exhort and, if occasion shall require, admonish one another according to Matthew 18, in the spirit of humility, first remembering the log in our own eye. As in baptism we have been buried with Christ and raised again, so we have a special obligation to walk in newness of life;

We promise that we will, upon moving to another location, seek to associate ourselves with a church of like faith and practice;

May God make us perfect in every good work to do His will, through the saving grace of Christ's new and everlasting covenant, and through the power of the Holy Spirit living and breathing within us. To God be all honor and glory, now and always. Amen

# **Bremen Union Church By-Laws**

## **Article I: Name.**

The legal name of this church shall be Bremen Union Church, henceforth referred to in these by-laws as “church.”

## **Article II: Purpose.**

The purpose of this church shall be the advancement of the Kingdom of God. It shall seek to attain this end through public worship, the preaching of the Gospel of Jesus Christ, personal evangelism, missionary endeavor, Christian education and the consistent Christian living by its members.

## **Article III: Relationship.**

This church acknowledges Jesus Christ as its sole Head, and in accordance with the teachings of our Lord, recognizes two Sacraments: Baptism and Holy Communion. We are an independent ecclesiastical body in matters of doctrine, order, discipline and property. We possess, under Christ, full power of self-government in accordance with the laws of the State of Maine and the United States of America.

## **Article IV. Congregation.**

The congregation is the ultimate governing body of Bremen Union Church. Active and Associate Members may take part in congregational votes and may hold an office within the church. Active and Associate Members and Friends may serve on committees. Active and Associate members will be approved by the Bremen Church Council and officially accepted by the congregation during a worship service where they will be presented with a certificate of membership.

! **Active Members** - those who:

! have been baptized and made a public confession and/or reaffirmation of faith in Jesus Christ as the Son of God and their Savior and, if a member of another church, provide a Letter of Transfer from that church and

! Receive and accept the Covenant and Bylaws of Bremen Union Church.

! **Associate Members** - those who:

! have been baptized and made public confession and/or reaffirmation of faith in Jesus Christ as the Son of God, their Savior, and

! are active members of another congregation but wish to formally associate themselves with Bremen, and

! Receive and accept the Covenant and Bylaws of Bremen Union Church.

! **Friends** - all those who participate in the life of this Church

! **Inactive Members.** Active and Associate members may be moved to the Inactive roll by the Church Council if the members have not worshiped in Bremen or given of their time, talents or monies in the past year. Special exception may be made for those members who are homebound.

! **Removal.** Active and Associate members will be removed from the rolls of Bremen Church

- ! After 2 years on the Inactive roll,
- ! By Letter of Transfer to another Church,
- ! By formally resigning in writing,
- ! By death.

! **Congregational Responsibilities:** The Bremen Congregation is responsible specifically for the following:

- ! Matters related to approving or modifying Pastoral Compensation;
- ! Matters related to the election of Church Officers, Board & Committee Members;
- ! Matters related to calling a pastor;
- ! Matters related to dissolving the pastoral relationship;
- ! Matters related to buying, mortgaging, modifying or selling real property;
- ! Matters related to approving or modifying the Bremen Church Covenant and By-Laws.
- ! Matters related to approving the annual budget.
- ! Matters related to borrowing money.

! **Meetings.**

- ! There shall be an annual meeting of the congregation held on the third Sunday of September. The purpose of this meeting shall be to elect Trustees, Deacons and Church Officers, approve the budget, and conduct any other church business on the agenda. At this meeting the pastor, officers, boards, and committees shall provide reports of the work done during the past year;
- ! There shall be another meeting of the congregation held on the third Sunday of March to review financial status and other ongoing issues;
- !
- ! Additional meetings shall be called by the council, if needed;
- ! Notice of Church meetings shall be posted, printed in the bulletin and read from the pulpit at least 7 days prior to the date of the meeting or as specified in this Covenant and Bylaws. A quorum shall consist of 25% of the membership. A vote of the majority of the quorum shall be the action of the church except as specified in this Covenant and Bylaws or provided by the laws of the State of Maine. Active and Associate members may vote. ***Friends*** may attend all congregational meetings and may be heard upon recognition of the moderator, but they do not have a vote. The Moderator or in the moderator's absence, the assistant moderator, shall preside over a church meeting. In the absence of both moderators, a person chosen by the members present shall be elected to preside over that specific meeting only.

## **ARTICLE V. CHURCH COUNCIL.**

The Bremen Church Council conducts the affairs of the church between meetings of the membership and decides any matters that are not specifically provided for in these By-Laws.

**Guiding Principles:** The Church Council shall be guided by the following principles:

- ! To empower and to share responsibility among as many people as possible;
- ! To assure efficient and meaningful use of human resources;
- ! To improve communications in all aspects of Church life;
- ! To support and to encourage fellowship opportunities;
- ! To ensure the meeting of all regulatory requirements;
- ! To commit to good stewardship of our Church building and properties;
- ! To deepen our Christian discipleship and to strengthen our covenant with God and each other.

! **Council Membership.** The Church Council shall consist of: Pastor, Director of Music, Clerk, Treasurer, Financial Secretary, Moderator and the Chairperson of each Board and Standing Committee. The Council shall:

- ! Hold regular monthly Church Council Meetings. Such meetings will be conducted by a Chair who shall be the Moderator or a duly elected Chair Pro-Tem. Meetings are open to all interested parties, who may speak upon recognition by the Chair. A quorum shall consist of 50% of the members or their representatives of the Church Council. The vote of a majority of the quorum shall be the action of the Church Council. No action shall be taken in the absence of a quorum. Each member shall have only one vote.
- ! Nominate officers, board and committee members.
- ! Appoint any needed ad-hoc committees to perform special tasks as they may arise. Such ad-hoc committees will report to the council.
- ! Appoint two individuals for an annual audit with results to be delivered at the September meeting.
- ! Appoint a search committee, when needed, of up to five members that will be responsible to seek, consider, and interview any and all applicants for staff positions. Committees will provide recommendations to the Council for consideration. Council shall vote to hire all staff positions except the Pastor. Search committee recommendations for Pastor will be forwarded directly to the congregation.
- ! Prepare staff contracts. The Pastor shall be called for an indefinite period of time; the terms of contract shall be fixed at the time of the call, kept on file, and shall be annually reviewed from initial contract date.
- ! Receive the annual evaluations and recommended compensation for the Pastor and the Director of Music from the Deacons. Review the evaluations and provide compensation recommendations to the congregation for approval.
- ! When mediation is requested by any member of the congregation, if warranted, select a mediation panel from outside the church, acceptable to all parties desiring mediation.
- ! Minutes from the meetings will be made available to the congregation by the Clerk and will be put on file in the church office.
- ! Ensure that a monthly newsletter is published
- ! Approve Assistants to Moderator, Clerk and Treasurer

**ARTICLE VI. STAFF AND CHURCH OFFICERS** The Bremen Church Staff consists of the Pastor, the Director of Music and the Sexton. The Officers of this church shall be the Moderator, Clerk, Financial Secretary, and Treasurer. The Officers shall be elected for a period of three (3) years. All officers of the church must be active or associate members of the church and will serve without compensation.

**PASTOR.** The Pastor is the spiritual leader of the congregation. The Pastor shall:

- ! Have responsibility and oversight for all services of public worship, including baptisms, confirmations, weddings, and funerals/memorial services/commitments working in cooperation with the Board of Deacons. The pastor may, as needed, delegate one or more of these tasks to an appropriate person such as another; Christian pastor or a Deacon. Any pastor requesting to use the church may do so at the invitation of the presiding pastor;
  - ! Preach the Word, administer the Sacraments, and make pastoral calls, working in cooperation with the Board of Deacons;
  - ! Meet for prayer and discernment with those adults who wish to be baptized and with those parents who wish their children to be baptized;
  - ! Meet with and instruct prospective members in preparation for membership;
  - ! Exercise the privilege of religious teacher and counselor in public and private;
  - ! Work closely with the other members of the Board of Deacons, Church Council and Christian Education Committees to insure the continued furtherance of the gospel and the growth and shepherding of the congregation;
  - ! Be a member of the Church Council, the Board of Deacons, and the Christian Education Committee, and an ex-officio member of all other Boards and committees, except the Pastoral Search Committee.
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- ! Removal: The Pastor may be removed from office by an action of the church at a meeting called only and specifically for that purpose. The procedure for removal shall be:
    - ! Those desiring removal shall meet with the Church Council without the Pastor to present a request for said action, citing cause;
    - ! The Church Council shall meet with the Pastor within seven days to present action and determine if further action is to be taken. If further action is to be taken, the Church Council shall initiate mediation procedures as described under church administration. If mediation fails to resolve the situation, the Church Council shall call a church meeting to address the petition;
    - ! Removal of the Pastor from that office shall be upon a majority vote of members and associate members by mailed ballot;
    - ! The Pastor of the church shall give or be given ninety-day notice for resignation or removal respectively, unless otherwise mutually agreed upon.
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- ! Pastoral Contract: Where the church and the Pastor have entered into an employment contract, and where the terms of said contract differ from the terms described herein, the provisions of this covenant and bylaws shall prevail. Copies of the Pastor's employment contract shall be made available from the church clerk upon request.
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- ! Pastoral Vacancy: In the event of a vacancy in the Pastoral Ministry of the church, the Church Council shall nominate a Search Committee to be considered and voted on at a church meeting. The Search Committee shall recommend a candidate for Pastoral Ministry to the church. Pastors of the church shall be called by a vote of the church. All members and associate members shall be given an opportunity to vote to call a Pastor, either in person or by mailed ballot.

- ! Discretionary Fund which is an annually budgeted sum of money provided to the pastor for confidential emergency disbursement. The pastor shall have total control over disbursements from the pastor's discretionary fund.

**DIRECTOR OF MUSIC.** The Music Director shall:

- ! Provide music for all services of worship reporting to and under the guidance and direction of the Pastor and the Board of Deacons;
- ! be responsible for finding substitute musicians for regular church worship services, with the approval of the Board of Deacons and/or the Pastor;
- ! Work with the choir to provide choral anthems and leadership in congregational singing;
- ! Work with the Christian Education Committee, as needed, for special services involving the Sunday School;
- ! Work with soloists and special musicians to provide a faithful and cohesive worship, consistent with the purpose and mission of the church;
- ! In a timely manner, provide to the Pastor, Office administrator or whomever is responsible for printing the Sunday bulletins and submitting newspaper publicity, the necessary information regarding music for all worship services and special events;
- ! At his or her discretion prepare a summary of the musical portion of the church's life for the annual report.

**SEXTON**

A Sexton shall be hired by the Church Council to be responsible for regular cleaning and any other building maintenance agreed upon with the Trustees. The sexton shall report to and take direction from the Board of Trustees.

**MODERATOR.**

The Moderator has the authority to maintain order and conduct the business of Bremen Union Church efficiently and effectively. He or she is nominated by the Church Council and elected by the congregation for a term of three (3) years. Specifically the Moderator is responsible for:

- ! Acting as head of the Church Council and the congregation in legal matters;
- ! Conducting all regular and special meetings of the congregation in accordance with the rules set forth by these Bylaws;
- ! Conducting all regular and special meetings of the Bremen Church Council;
- ! In the event of the absence of both moderators for any meeting, a majority of the members present at that meeting may elect a temporary moderator for that meeting only.
- ! Recommend to the Church Council an individual to serve as Assistant Moderator to be approved by the Church Council.
- ! Prepare a summary of Church Council decisions and recommendations for the annual report.

**CLERK.**



The Clerk will document and preserve the transactions of the governing bodies of the Bremen Union Church. Specifically, the Clerk is responsible for:

- ! Recording and maintaining indefinitely, minutes of all congregational meetings;
- ! Recording and maintaining indefinitely, minutes of all Bremen Church council meetings;
- ! Maintaining a current and historical file of all active, inactive and associate members of Bremen Church to include their addresses and telephone numbers;
- ! Maintaining a current and historical file of Bremen Church officers, staff and staff contracts, to include dates served;
- ! Signing and distributing all official Bremen correspondence approved by the Council.
- ! Maintain documentation of all dedications, baptisms, confirmations, weddings, memorial services and funerals held at the Bremen Union Church or on behalf of the members & friends of the Bremen Union Church.
- ! Maintain a current and historical file of memorial gifts.
- ! Recommend to the Church Council an individual to serve as Assistant Clerk to be approved by the Church Council.
- ! Prepare a summary of the membership activity – including members joined, transferred out, put on inactive rolls; baby dedications, baptisms, confirmations, weddings, memorial services and funerals – for the annual report.

**TREASURER.** The Treasurer shall:

- ! Be responsible for paying all financial obligations of the church and keeping an accurate record thereof;
- ! Provide to the church council a monthly statement of the financial condition of the church, which will be made available to the congregation and put on file in the church office;
- ! Pay for any items in the adopted budget without further consultation;
- ! Recommend to the Council paying for non-budgeted items;
- ! Receive annual budget requests from the Pastor, Boards and Committees and prepare a recommended annual budget for the Church Council;
- ! Cooperate with the auditors appointed annually by the Church Council.
- ! Recommend to the Church Council an individual to serve as Assistant Treasurer to be approved by the Church Council.

**FINANCIAL SECRETARY.** The Financial Secretary shall: {see separate notes}

- ! Work according to the guidelines established by the Church Council to receive funds from whatever source including through the mail and by electronic deposit, record them, and report them to the church treasurer.
- ! Deposit or oversee the deposit of money in a bank as soon as possible after it is received.
- ! Keep records, whenever possible, of how much money is given by whom and report amounts received to the appropriate people.
- ! Arrange for collecting offerings received during worship services and other church gatherings at the conclusion of those events, making certain that more than one person is involved in collecting and counting the money.
- ! Cooperate with the auditors appointed annually by the Church Council.
- ! Provide an annual statement, by January 31 of each year, of giving to all those who have made identifiable contributions to the church.

**ARTICLE VII. BOARDS AND STANDING COMMITTEES:**

The church will have a Board of Deacons, a Board of Trustees and three standing committees: Christian Education, Missions and Church Life. Trustees and Deacons must be active members of the church. Additional committees may be created by the Church Council as needed. Each Board and committee shall elect a chairperson or two co-chairmen on an annual basis. All Board and committee members shall serve without compensation.

- ! **Boards**: There shall be two Boards; the **Board of Deacons** with not more than six deacons, and the **Board of Trustees** with not more than six Trustees
- ! Board and committee members shall be elected on a staggered basis for a period of three (3) years.

! **BOARD OF TRUSTEES**

- ! Be responsible for, maintaining good stewardship of, all property belonging to the church and shall take all necessary measures for its protection, management, and upkeep. Any project to exceed \$1000.00 requires more than one estimate and council approval.
- ! Approve all uses of the church building in accordance with the then current church use policy. The approval should be in keeping with the dignity inherent in its being a House of God.
- ! Minutes from meetings shall be made available to the congregation and will be kept on file in the church office
- ! Submit for consideration of the church at its annual meeting a proposed property budget for the ensuing year.
- ! A representative will attend church council meetings and provide Council with a monthly report on upcoming activities and those actions requiring Council approval. Also provide the newsletter publisher with committee updates for church newsletter.
- ! Prepare a summary of Trustees' activities for the annual report.

! **BOARD OF DEACONS** - **Deacons** are the spiritual assistants to the pastor. They shall:

- ! Share with the Pastor the concerns for the spiritual welfare of the congregation;
- ! Assist in the preparations for services of public worship;
- ! Prepare the elements for the Lord's Supper;
- ! Assist the Pastor in the administration of the Sacraments of the Church;
- ! Assist the Pastor in calling on members and prospective members of the church;
- ! Assist the Pastor in the preparation of prospective members of the church and with shepherding them into the life, witness and service of the church;
- ! Annually review and update membership and inactive lists of the church, informing the clerk of changes made;
- ! Assist the Pastor in evaluating his/her ministry;
- ! Provide for the supply of the pulpit during any absence of the Pastor;
- ! Share with the Pastor oversight of the Director of Music, providing an annual; evaluation and recommended compensation to the Church Council, into which the choir and others in the congregation may have input;

- ! Perform an annual evaluation and recommended compensation package of the Pastor to the Church Council. The Pastor and congregation will be afforded the opportunity for input and the results will be discussed with the Pastor prior to Council review;
- ! Recommend to the Church Council changes to the contracts of the Pastor and Director of Music;
- ! Work with the Christian Education Committee, as needed, for special worship services;
- ! A representative will attend church council meetings and provide Council with a monthly report on upcoming activities and those actions requiring Council approval. Also provide the newsletter publisher with committee updates for church newsletter;
- ! Meet at least quarterly with the Pastor to review the spiritual needs of the church. Minutes from all meetings, excepting those items of confidential pastoral nature, will be made available to the congregation and will be put on file in the church office.
- ! Prepare a summary of Diaconate activities for the annual report.
- ! **MISSIONS & BENEVOLENCE COMMITTEE.**

The Bremen Union Church approach to missions is driven by two scriptures 1) **Romans 12:13:** " *Share with God's people who are in need. Practice hospitality.* " and **Luke 6:38** " *Give, and it will be given to you. A good measure, pressed down, shaken together and running over, will be poured into your lap. For with the measure you use, it will be measured to you.* " The committee will:

- ! Assess mission needs locally, nationally and internationally and discern how the Bremen Union Church shall participate in meeting those needs;
- ! Recommend a Mission budget for inclusion in the annual church budget;
- ! Manage the Mission budget allotment and disperse funds as provided in the approved budget;
- ! A representative will attend church council meetings and provide Council with a monthly report on upcoming activities and those actions requiring Council approval. Also provide the newsletter publisher with committee updates for church newsletter;
- ! Minutes from the meetings, excepting those items of confidential nature, will be made available to the congregation and will be put on file in the church office.
- ! Prepare a summary of Mission activities for the annual report
- ! Maintain a Missions bulletin board to inform the congregation of missions support provided by the church, opportunities to engage in mission and benevolence activities, and ongoing needs in mission and benevolence in our communities, the nation and the world.

! **CHURCH LIFE COMMITTEE.**

Church Life provides for an enriched program of Christian fellowship within the congregation always looking for innovative ways for the members and friends of the church to grow socially in their Christian walk. Specifically the Church Life Committee will:

- ! Encourage the congregation to use their time and talents to support the life of the church

- ! Organize and manage church fund-raising activities, such as annual Rummage Sales, Church Suppers, Pancake Breakfasts, Christmas Marts, Strawberry and Ice Cream Socials and Bake Sales. All fund-raising proceeds are to be allocated to the annual budget, unless prior approval from the Church Council is given for a special need;
- ! Organize and assist all-church dinners and special social functions and programs;
- ! Support and encourage development and growth of special church organizations that do not come under the Christian Education Committee, such as the Mens, Womens and Scouting Organizations;
- ! Maintain a church life bulletin board to inform the congregation of special events and activities within the church family;
- ! A representative will attend church council meetings and provide Council with a monthly report on upcoming activities and those actions requiring Council approval. Also provide the newsletter publisher with committee updates for church newsletter.
- ! Prepare a summary of Church Life activities for the annual report

! **CHRISTIAN EDUCATION.** Christian Education Committee shall:

- ! Direct the educational opportunities in the church, including Sunday school, adult Christian education, Vacation Bible School and similar activities. All such opportunities and programs, and materials used, shall be consistent with the purpose and mission of the church;
- ! Work with the Board of Deacons and the Music Director where worship services are involved;
- ! Recommend a Christian Education budget for inclusion in the annual budget;
- ! Manage the Christian Education budget allotment as provided in the approved budget;
- ! Meet at least quarterly to review curriculum, to plan upcoming educational opportunities; and to assess the educational needs of the congregation. Minutes from meetings will be made available to the congregation and will be put on file in the church office;
- ! Prepare a summary of Christian Education activities for the annual report;
- ! A representative will attend church council meetings and provide Council with a monthly report on upcoming activities and those actions requiring Council approval. Also provide the newsletter publisher with committee updates for church newsletter.
- ! Enforce the Church Policy which requires the presence of two unrelated adults anytime children are attending church-sponsored functions for safety and accountability as formalized by vote of the Church Council November 20, 2013.

## **ARTICLE VIII. CHURCH ADMINISTRATION**

All members and associate members shall be given an opportunity to vote to amend the by-laws, either in person or by mailed ballot. Any such amendment must be presented to the Clerk

in writing and included in the call for the meeting and, in addition, posted for (2) weeks prior to the meeting in the same fashion as the notice for a meeting. This covenant and bylaws may be amended by a majority vote of the church membership.

All meetings shall be conducted according to generally accepted practice of Robert's Rules of Order; strict adherence is not necessary, but should be tempered by Christian generosity of spirit.

- ! **Conflict Resolution:** Our church acknowledges that even as we pledge our faithfulness to God, one another, and our Pastor and teacher, there may be times when difficulties within our relationships begin to overwhelm us. In those instances, we covenant with one another to seek the support and wisdom of a mediation panel called by the Church Council, in order that we actively work to maintain the goodness of our relationships and the righteousness God has placed within it. Any church member, friend, or staff member can request such a consultation if warranted.
- ! **Signatory responsibility:** Documents requiring church commitment shall be signed by two of the church officers.

#### **ARTICLE IX - BORROWING, DEPOSITS, GIFTS, INVESTMENTS, AND FINANCIAL REPORTS TO MEMBERS**

- ! **Borrowing.** No officer, agent, or employee of the Church shall have any power or authority to borrow money on its behalf, to pledge its credit, or to mortgage or pledge its real or personal property, except within the scope and to the extent of the authority delegated by resolution of the covenant membership. Authority may be given by the Church Council for any of the above purposes, and may be general, or limited to specific instances.
- ! **Deposits.** All funds of the Church shall be deposited in a timely manner to the credit of the Church in such banks, trust companies, or other depositories as the Council may approve or designate, and all such funds shall be withdrawn only upon checks signed by such one or more officers or employees as the Church Council shall determine.
- ! **Gifts.** The Church shall have power to accept contributions of cash or property from public bodies, corporations, individuals, foundations, trusts, and other resources for one or more of its charitable and educational purposes, and limited in any manner consistent therewith provided by the donor or by the court having jurisdiction of the trust from which a gift is made. The Church shall maintain a gift policy, and the Church Council shall have the right to accept or refuse gifts on the Church's behalf.
- ! **Assets.** All Church funds, investments and assets shall be used in a manner consistent with the ethical purpose and mission of the Church. The Church shall have power to rent, lease, sell or otherwise dispose of any or all of the property of the Church, invest and reinvest the proceeds received from the sale or disposition in other property or securities, real, personal and mixed, and repeat the exercise of these powers as occasion therefore may arise, and may execute any and all leases, deeds or other instruments necessary or proper in the management of the funds and property of the Church.
- ! **Financial Reports to Members.** At each annual meeting of the Church, the Treasurer shall make or cause to be made a report with respect to the finances of the Church, such report to include information with respect to gifts received and grants made by the Church. The report shall analyze the relationship between revenue and expenses.
- ! **Accounting principles.** The Church shall follow Generally Accepted Accounting Principles and shall establish internal accounting control systems.

## **ARTICLE X - TAX PROVISIONS**

At all times and notwithstanding merger, consolidation, reorganization, termination, or dissolution of the Church, voluntary or involuntary or by operation of law, or any other provisions hereof:

A. The Church shall not possess or exercise any power or authority, whether expressly, by interpretation, or by operation of law, that will or might prevent it at any time from qualifying and continuing to qualify as a Church described in Section 501(c) (3) of the Internal Revenue Code (hereinafter referred to as “the Code”), contributions to which are deductible for federal income tax purposes; nor shall the Church engage directly or indirectly in any activity that might cause the loss of such qualification under Section 501(c) of the Code.

B. The Church shall never be operated for the primary purpose of carrying on a trade or business for profit.

C. During such time or times that the Church is a private foundation within the meaning of Section 509 of the Code, no part of the activities of the Church shall consist of attempting to influence legislation (including action by Congress, any state legislature, and local council or similar governing body, or the public in referendum, initiative, constitutional amendment, or similar procedure) through propaganda or otherwise (including contacting, or urging the public to contact, members of the legislative body for the purpose of proposing, supporting or opposing legislation or advocating the adoption or rejection of legislation). Nor shall the Church, directly or indirectly, participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

D. At no time shall the Church engage in any activities that are unlawful under the laws of the United States or the State of Maine.

E. No solicitation of contributions to the Church shall be made, and no gift, bequest, or device to the Church shall be accepted upon any condition or limitation that, in the opinion of the Church, may cause the Church to lose its federal income tax exemption.

F. Pursuant to the prohibition contained in Section 501(c) (3) of the Code, no part of the net earnings, current or accumulated, of the Church shall ever inure to the benefit of any private individual.

G. Notwithstanding any other provision of these By-Laws if at any time or times the Church is a private foundation within the meaning of Section 509 of the Code; then during such time or times:

(1) The Church shall distribute its income for each taxable year at such time and in such manner as not to subject the Church to tax under the provisions of the Code;

(2) The Church shall not engage in any acts of self-dealing, as defined in the Code;

(3) The Church shall not retain any excess business holdings, as defined in the Code;

(4) The Church shall not make any investments in such a manner as to subject the Church to tax under the provisions of the Code; and,

(5) The Church shall not make any taxable expenditure as defined in the Code.

#### **ARTICLE XI - INDEMNIFICATION**

The Church shall indemnify any Church Council member, Deacon, or Officer, or former Church Council member, former Deacon, or former Officer who may have served at its request as a trustee or officer of another corporation, whether for profit or not for profit, against expenses actually and necessarily incurred by her/him in connection with the defense of any action, suit or proceeding in which s/he is made a party by reason of being or having been such trustee or officer, except in relation to matters as to which s/he shall be adjudged in such action, suit, or proceeding to be liable for willful or wanton misconduct in the performance of a duty. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which such Trustee or officer may be entitled under any By-Law, agreement, policy of insurance (if any), vote of the Church Council or otherwise. In no case, however, shall the Church indemnify or reimburse any person for any federal excise tax imposed on such individual under the provisions of the code. Further, if at any time or times the Church is a private foundation within the meaning of the provisions of the Code, then during such time or times, no payment shall be made under this Article if such payment would constitute an act of self-dealing (as defined in the Code), or a taxable expenditure (as defined in the Code).