



Bylaws
of
Christ Trinity Church
Sheffield, Massachusetts
Approved on October 22, 2020

*“Love the Lord your God with all your heart and with all your soul
and with all your mind.” This is the first and greatest commandment.*

And the second is like it: “Love your neighbor as yourself.”

Matthew 22:37-39

*...what does the LORD require of you but to do justice,
and to love kindness, and to walk humbly with your God.*

Micah 6:8

“I came that they may have life and have life abundantly.”

John 10:10

1 **1.0 Church**

2

3 These are the Bylaws of Christ Trinity Church (hereinafter, also “Christ Trinity,” “Church,”
4 or “Congregation”).

5

6 **2.0 Federation Agreement**

7

8 Christ Trinity Church was established as a single, federated/interdenominational
9 congregation through the Agreement for a Federated – Interdenominational Congregation
10 as approved by the Diocese of Western Massachusetts in the Episcopal Church of America
11 and the New England Synod of the Evangelical Lutheran Church of America, effective
12 January 26, 2020 (“Federation Agreement”). The Federation Agreement is the Church’s
13 primary governing document.

14

15 **3.0 Mission Statement**

16

17 Christ Trinity Church adheres to the Confession of Faith set out in Article 3 of the
18 Federation Agreement. It lives out this Confession of Faith as a progressive church, united
19 in the goal to reach out to those on the margins of society and those broken by life’s
20 circumstances. Christ Trinity is an open, present, visible community in Christ, serving
21 others through stewardship and sharing of God’s gifts.

22

23 **4.0 Interdenominational Statement**

24

25 The members of Christ Trinity are both fully Lutheran and fully Episcopalian. They shall
26 observe the traditions of both denominations as One in Christ.

27

28 **5.0 Bylaw Principles.**

29

30 These Bylaws of Christ Trinity Church (“Bylaws”) are prepared in accordance with the
31 requirements of the Federation Agreement and in accordance with good governance

32 practices. The Bylaws shall not conflict with the Federation Agreement. If a conflict arises,
33 an interpretation consistent with the Federation Agreement shall govern.

34
35 **5.1 Sound Stewardship.** The Bylaws shall accommodate and promote a
36 community spirit among the members of the church as well as with the community at large.
37 Except for personal and confidential information relating to any member or any employee,
38 which shall be protected to the greatest extent possible, the Bylaws and policies of the
39 Church shall provide for transparency in all church matters and operations. The policies
40 and practices of the Church shall require adherence to sound accounting and budgetary
41 practices and principles, sound human resources practices and principles, and the
42 preservation and protection of church assets.

43
44 **5.2 Congregational Approval.** These Bylaws must be approved by the
45 Members of this Congregation, as defined in Paragraph 4.1 of the Federation Agreement, at
46 a meeting called specifically for such purpose or at an Annual Meeting.

47
48 **5.3 Amendment.** The Bylaws of Christ Trinity Church may be amended by the
49 Voting Members of the Congregation, as defined in Section 6.2, below, at any legally called
50 meeting of the Congregation. Proposed amendments to the Bylaws must be delivered to
51 the Voting Members at least two (2) weeks prior to the meeting calling for their adoption.

52
53 **6.0 Definitions.**

54
55 These Bylaws incorporate by reference all terms defined in the Federation Agreement,
56 including but not limited to “Diocese,” “ELCA,” “Synod,” “TEC,” and other terms that may
57 also be included below.

58
59 **6.1 Chief Presbyter.** In accordance with Paragraph 5.5 of the Federation
60 Agreement and for purposes of these Bylaws, the lead member of the clergy of the
61 Congregation shall be referred to hereinafter as the “Chief Presbyter.” In congregational
62 life, the Chief Presbyter may be called “Rector,” “Pastor,” “Priest in Charge,” or other clerical

63 title, as circumstances, the ecclesiastical rostered relationship of the current Chief
64 Presbyter, and the preferences of the Chief Presbyter at the time shall determine.

65
66 **6.2 Congregational Membership.** Article 4 of the Federation Agreement
67 defines various classes of membership in the Church, including “Members of the
68 Congregation,” “Confirmed [M]embers,” “Communicant [M]embers,” and “Communicants in
69 [G]ood [S]tanding,” and “Voting Members.” “Voting Members” is also defined below in
70 Section 6.6.

71
72 **6.3 Parish Discretionary Fund.** The “Parish Discretionary Fund” is a separate
73 financial account maintained by the Church for charitable and pious purposes determined
74 at the sole discretion of the Chief Presbyter.

75
76 **6.4 Quora.** Actions or resolutions of the Church shall be considered validly
77 approved so long as the following conditions are met:

78
79 **6.4.1 Congregational Meetings.** To approve any action requiring a vote of
80 the congregation, including any vote taken in an Annual Meeting, a majority
81 of the Voting Members present must vote to approve the action.

82
83 **6.4.2 Vestry Council Meetings.** A majority of members of the Vestry
84 Council, as defined below in Section 6.5, must be in attendance to conduct
85 business at a Vestry Council meeting, by whatever means being used for such
86 meeting (e.g., physical presence, telephone, or internet). To approve any
87 substantive action, as defined by the Vestry Council, a majority of those
88 members of the Vestry Council in attendance must vote to approve the
89 action. The Chief Presbyter is an *ex officio* voting member and may vote or
90 abstain as they choose.

91
92 **6.4.3 Standing Committee Meetings.** A majority of members of a standing
93 committee must be in attendance to conduct business at a meeting, by

94 whatever means being used for the meeting. To approve any substantive
95 action, as defined by the standing committee, a majority of those in
96 attendance must vote to approve the action. The Chief Presbyter is an *ex*
97 *officio* voting member of each standing committee and may vote or abstain as
98 they choose.
99

100 **6.4.4 Ad Hoc Committee Meetings.** A minimum of three members of an ad
101 hoc committee must be in attendance to conduct business at a meeting, by
102 whatever means being used for the meeting. For an ad hoc committee to
103 approve any action, a majority of those in attendance must approve the
104 action.
105

106 **6.5 Vestry Council.** Article 6 of the Federation Agreement establishes the role of
107 the “Vestry/Council” (hereinafter “Vestry Council”) as “the governing body for the
108 Congregation on behalf of the Congregation and subject to the actions of the congregational
109 meetings.” Among other responsibilities and duties, Article 6 calls on the Vestry Council to
110 “see itself as an enabler of mission.”
111

112 **6.6 Voting Members.** In accordance with Paragraph 4.7 of the Federation
113 Agreement, “Voting Members” “are confirmed-communicant-in-good-standing members
114 who are 16 years of age or older who have made a contribution of record during the
115 preceding calendar year. Confirmed members 16 years of age or older who are still living
116 in the household of their parent(s) or guardian(s) or who are dependent students or
117 dependent members of the Armed Services shall be considered [V]oting [M]embers by
118 virtue of the voting status of their parent(s) or guardian(s).” Voting Members are eligible
119 to vote on Church matters presented for formal approval by the membership.
120

121 **7.0 Powers of the Congregation.**
122

123 Certain governance duties of the Church are reserved to the congregation as a whole.
124

125 7.1 **Congregational Meetings.** A quorum of Voting Members is required for all
126 Congregational meetings during which votes of approval are held. Members may vote in
127 person, by mail, or by other method, according to technological capabilities, so long as all
128 votes are treated equally.

129
130 7.2 **Ecclesiastical Representation.** The Congregation shall elect representatives
131 to the Assemblies of the Synod (hereinafter “Assemblies”) and Delegates to the Annual
132 Conventions of the Diocese (hereinafter “Conventions”). Normally these elections shall
133 take place during the Annual Meeting, as set forth immediately below.

134
135 7.3 **Annual Meeting.** Christ Trinity Church, consistent with past practice and
136 judicatory requirements, shall call an Annual Meeting of the Congregation at a time and
137 place to be determined each year but never later than March 31. The Annual Meeting may
138 be held in person or by using a recognized technology available to all members wishing to
139 attend. The Annual Meeting shall be held for the purpose of gathering the congregation,
140 communicating issues, determining actions, and celebrating common life. At the meeting,
141 the Congregation shall: receive the financial report of the preceding year, the annual budget
142 for the calendar year in which the meeting occurs, and annual reports of the Vestry Council
143 and of committees in existence the preceding year; elect members of the Vestry Council;
144 elect representatives to upcoming Assemblies and Conventions; vote on proposed changes
145 to the Bylaws, if any; and consider any other motions proposed by the members present.

146
147 **8.0 The Vestry Council.**

148
149 In accordance with Article 6 of the Federation Agreement, the Vestry Council shall be the
150 governing body for the Congregation on behalf of the Congregation and subject to these
151 Bylaws and actions of Congregational meetings. The Vestry Council shall make diligent
152 effort to comply with the canons of both the TEC and the ELCA in governing the
153 Congregation.

154

155 8.1 **Members.** In accordance with Article 6 of the Federation Agreement,
156 members of the Vestry Council are leaders of the Congregation and role models and
157 servants of Christ. The Vestry Council shall consist of a minimum of eight (8) and a
158 maximum of twelve (12) Voting Members. There shall be four (4) officers and five to seven
159 (5-7) at-large members. The Chief Presbyter is a voting member of the Vestry Council.

160
161 8.2 **Length of Terms.** The Vestry Council is elected by a majority vote of the
162 Congregation at each Annual Meeting. Each Vestry Council member's term is three (3)
163 years. Vestry Council members' terms shall be staggered to assure overlap and renewal of
164 the Vestry Council. Any Vestry Council member may be elected to serve in any one position
165 on the Vestry Council for a second (2nd) successive term. At the end of the second (2nd)
166 successive term, any such person other than the person elected to serve as Treasurer may
167 be considered for re-election to the Vestry Council only after the passage of at least one (1)
168 year. Provided no other qualified member of the Congregation is willing to stand for
169 election to Treasurer, the person elected to serve as Treasurer may be re-elected for
170 another immediately successive term. In no event, however, may a person serving as
171 Treasurer serve more than four (4) successive terms.

172
173 8.2.1 **Change of Position.** If a member changes positions on the Vestry
174 Council (e.g., from a term as an at-large member to a term in an officer
175 position), such member may continue for a second (2nd) successive term in
176 the new position, but the member's combined total service shall continue for
177 no longer than nine (9) consecutive years.

178
179 8.2.2 **Vacancy.** The Vestry Council, by majority vote, may fill a vacant
180 position on the Vestry Council to complete the term of a departed member.

181
182 8.2.3 **Lack of New Candidates.** In the event that the Nominating
183 Committee, as defined in Section 9.2, below, is unable to recruit member(s)
184 of the Congregation to stand for election to the Vestry Council, the

185 Congregation may vote to extend the term of the current officer(s) by one (1)
186 term, if such current officer(s) agree.

187
188 **8.3 Meetings.** The Vestry Council shall meet as often as needed for the good of
189 the order of the Vestry Council, and on dates and at times as the Vestry Council deems most
190 convenient to ensure the greatest degree of participation. The Vestry council shall meet no
191 fewer than ten (10) times per year, either in person or using a technology equally available
192 to all members of the Vestry Council. Special meetings of the Vestry Council may be called
193 by the Senior Warden, the Chief Presbyter, or three (3) members of the Vestry Council
194 together.

195
196 **8.4 Officers of the Vestry Council and Their Duties.** The four (4) officers and
197 their duties are as follows:

198
199 **8.4.1 Senior Warden.** The Senior Warden shall meet regularly with the Chief
200 Presbyter to assure consistent leadership and to set a tone of leadership for the
201 Vestry Council and the Congregation as a whole. The Senior Warden shall set the
202 agenda and preside over meetings of the Vestry Council and at meetings of the
203 Congregation. The Senior Warden shall assure that goals are set for the financial
204 stewardship of the Church, and that the committees and projects approved by the
205 Vestry Council are meeting their responsibilities. The Senior Warden is responsible,
206 in collaboration with the Chief Presbyter, for communicating with the Congregation
207 regarding church affairs.

208
209 **8.4.2 Junior Warden.** The Junior Warden shall meet regularly with the Chief
210 Presbyter and with the Senior Warden to assure consistent leadership and, in the
211 absence of the Senior Warden, shall preside over the Vestry Council or any
212 Congregational meeting. If the Senior Warden is unable to fulfill the duties of the
213 office for any reason, the Junior Warden shall assume the role of Senior Warden
214 until the next Annual Meeting or until a Congregational meeting is called for a
215 special election of a new Senior Warden.

216
217
218
219
220
221
222
223
224
225
226
227
228
229
230
231
232
233
234
235
236
237
238
239
240
241
242
243
244
245

8.4.3 Clerk of the Vestry Council. The Clerk of the Vestry Council (hereinafter “Clerk”) shall keep the minutes of meetings of the Vestry Council and record all votes taken therein and the manner in which they were taken. The Clerk shall maintain the record of the terms of each Vestry Council member. The Clerk shall cause to be prepared a mechanism by which Voting Members are registered as present for votes of the Congregation. The Clerk shall keep the minutes of and record all votes taken in Congregational meetings. The Clerk shall keep current, safe, separate, and accessible Church records and documents, including but not limited to, the following: the Federation Agreement, the Bylaws, Standing and Ad Hoc Committee reports, minutes of Vestry Council meetings and Congregational meetings, and other records or documents as directed by the Vestry Council or the Chief Presbyter.

8.4.4. Treasurer. The Treasurer shall serve as the custodian of all funds of the Church except the Parish Discretionary Fund and is a signatory on all accounts of the Church except the Parish Discretionary Fund. The Treasurer shall timely disburse Church funds in accordance with the budget and for any expenditure out of the ordinary course of business as decided by the Vestry Council. The Treasurer shall present regularly a report, in accordance with sound accounting practices, to the Vestry Council on the status of revenues and expenses against the budget as well as other matters of interest to the Vestry Council. The Treasurer shall oversee the financial stewards and the processes and procedures by which Church contributions are received, recorded, and deposited. The Treasurer shall prepare an annual budget for review by the Finance Committee and, upon the committee’s recommendation, for review and approval by the Vestry Council. The Treasurer shall prepare a summary report of previous year revenues and expenses to present at the Annual Meeting. Together with the Clerk, the Treasurer shall file an annual financial statement with the Secretary of the Commonwealth of Massachusetts.

246 **8.5 Executive Committee.** The Officers of the Vestry Council shall serve as the
247 Executive Committee of the Church. The Executive Committee shall have the legal
248 authority to conduct business on behalf of the Church in an emergency or in-between
249 regular meetings of the Vestry Council.

251 **8.6 Duties of the Members-at-Large of the Vestry Council.** Members-at-Large
252 of the Vestry Council may serve on one or more Standing or Ad-Hoc committees, if any.
253 They shall provide regular reports to the Vestry Council on the work of the committees on
254 which they serve. They shall provide advice, wisdom, and consultation to the Officers of
255 the Vestry Council and to the Chief Presbyter and any other clergy of the Church on the
256 state of the Church and issues of the day. They shall participate in deliberations and votes
257 on the management and governance of the Church. At least one (1) such member shall
258 have as a primary focus the oversight of the real property of the Church.

260 **9.0 Standing Committees.** Standing Committees serve an important role of support to
261 the Vestry Council and the Chief Presbyter. Standing committees require the participation
262 of members of the Congregation. Each standing committee shall have a minimum of three
263 (3) members of which at least one (1) shall be a member of the Vestry Council who shall be
264 responsible for reporting back to the Vestry Council on the work of the standing
265 committee. The Chief Presbyter shall be an *ex officio* member of each standing committee.
266 The Vestry Council shall ensure that the following standing committees remain in existence
267 and in good working order:

269 **9.1 Finance Committee.** There shall be a Finance Committee of the Church,
270 consisting of the Treasurer and three to five (3-5) other members of the Congregation.

272 **9.1.1. Duties of the Finance Committee.** The Finance Committee shall
273 develop the annual budget for approval by the Vestry Council. Except with
274 respect to the Parish Discretionary Fund, the Finance Committee shall be
275 responsible for managing endowment accounts and any special dedicated
276 accounts and shall make recommendations to the Vestry Council regarding

277 these accounts. This committee shall oversee the annual audit required by
278 the Diocese.

279
280 **9.2 Nominating Committee.** There shall be a Nominating Committee composed
281 of three to five (3-5) members: Two (2) members shall be retiring members of the Vestry
282 Council, and one to three (1-3) members shall be chosen by the Vestry from the
283 Congregation. The Nominating Committee shall nominate qualified candidates to be voted
284 on at the Annual Meeting to be members of the Vestry Council and to be delegates to any
285 upcoming Assembly or Convention.

286
287 **10.0 Ad Hoc Committees.**

288
289 The Vestry Council or the Chief Presbyter may appoint one or more ad hoc committees for
290 specific purposes. Any resolution establishing an ad hoc committee shall include its
291 specific purpose and expected duration.

292
293 **11.0 Call Committee.**

294
295 When a clergy vacancy occurs, the Vestry Council promptly shall notify the Diocese and the
296 Synod and shall establish a Call Committee of six to eight (6-8) members that shall operate
297 in conformity with the provisions of Article 5 of the Federation Agreement and with the
298 guidance and approval of both of the bishops of the Diocese and the Synod. The Committee
299 shall serve until new clergy accept a call.

300 **11.1 Call Committee Members.** No Church employee, nor independent
301 contractor of the Church shall be eligible to serve on the Call Committee. Of the Call
302 Committee's members, one to three (1-3) members shall be members of the Vestry Council,
303 and five to seven (5-7) shall be Voting Members of the Congregation but not members of
304 the Vestry Council.

305

306 **11.1.1 Profile of the Congregation.** The Call Committee shall coordinate the
307 creation of a profile of the congregation, by survey or other means approved
308 by the Diocese and the Synod.

309
310 **11.1.2 Posting of the Clergy Vacancy.** Using the Profile of the Congregation
311 as a guide, the Diocese and the Synod shall post the nature of the clergy
312 vacancy and shall solicit applications for the position.

313
314 **11.1.3 Consideration of Candidates.** The Diocese and the Synod shall
315 present candidates and their qualifications to the Call Committee for initial
316 interviews, which may be conducted either in person or via appropriate
317 media. The Call Committee shall take into consideration those interviews
318 and qualifications and any other relevant materials or information to select
319 certain of those candidates to be invited to the Church in person for an
320 introduction to and interviews by the Vestry Council.

321
322 **11.1.4 Final Selection.** After considering the candidates presented in person
323 by the Call Committee, the Vestry Council shall vote to select the candidate to
324 whom the Vestry Council shall offer the position. In accordance with
325 Paragraph 5.9 of the Federation Agreement and subject to the final approval
326 of the Diocese, the Vestry Council shall negotiate with the final candidate the
327 terms upon which the candidate shall serve, including but not limited to
328 compensation, provision for medical insurance, and timing of and allowance
329 for sabbatical(s).

330
331 **11.1.5 Presentation of New Clergy to the Congregation.** As promptly as
332 reasonably possible after the execution of the contract with the final
333 candidate, the Vestry Council shall announce to the Congregation both the
334 name of the new clergy and the date on which the new clergy shall visit to
335 participate in Sunday services and meet with the Congregation.

336

337 **12.0 Parish Discretionary Fund.** Disbursements from the Parish Discretionary Fund
338 shall be for charitable and pious purposes and shall be made at the sole discretion of the
339 Chief Presbyter. The Parish Discretionary Fund may be supported by the annual operating
340 budget of the Church as approved by the Vestry Council. This fund may also receive
341 contributions directly. Gifts to the Parish Discretionary Fund shall be made to Christ
342 Trinity Church and shall be designated for the Parish Discretionary Fund but be otherwise
343 unrestricted, so as to preserve the Chief Presbyter's discretion over their specific charitable
344 and pious use. The Parish Discretionary Fund shall be included in the annual audit
345 required by the Diocese.
346
347