

BYLAWS
Of the
UNITARIAN UNIVERSALIST CHURCH
OF
EVANSVILLE, INDIANA, INC.

Adopted at the congregational meeting of March, 2003
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ARTICLE I: NAME

The name of this religious organization shall be "Unitarian Universalist Church of Evansville, Indiana, Inc.," hereinafter referred to as the "Church."

ARTICLE II: PURPOSE

The purpose of this organization shall be to function as a church, to study and practice religion in accordance with the principles of Unitarian Universalism. As a member congregation of the Unitarian Universalist Association, we covenant to affirm and promote 1) the inherent worth and dignity of every person; 2) justice, equity and compassion in human relations; 3) acceptance of one another and encouragement to spiritual growth in our congregations; 4) a free and responsible search for truth and meaning; 5) the right of conscience and the use of the democratic process within our congregations and in society at large; 6) the goal of world community with peace, liberty and justice for all; and 7) respect for the interdependent web of all existence of which we are a part. Our church shall be a fellowship of free minds, also having for its objectives the development of the higher life of its members and the building of a better community and world. And though there is business to be conducted, and rules to be set for the benefit of the church, the members of the church shall strive to remain ever mindful of our covenant.

Covenant Statement: Love is the spirit of this Church and service is its law. This is our great covenant; to dwell together in peace, to seek truth in love, and to help one another.

ARTICLE III: MEMBERSHIP

Section 1: Qualifications. Any individual, 18 years of age or older, regardless of race, color, sex, gender identification, marital status, sexual orientation, religious background, draft or veteran status, handicap, disability, or nationality, may become a member of this Church by signing the Membership Book. It is recommended that before being invited to sign the Membership Book, the prospective member shall 1) attend four Sunday morning services at the Church; 2) attend the Orientation to new member classes held regularly at the Church; 3) indicate some commitment to the ongoing ministry of the congregation; and 4) contribute a minimal financial amount to the Church.

Section 2: Voting Rights. New members shall have full voting rights as members of the Church after they have signed the Membership book.

Section 3: Resignation. Resignation of Membership from the Church is effective immediately upon receipt by the Secretary of a written resignation signed by the member.

Section 4: Removal. At the November board meeting each year the Board President and the Secretary shall submit to the Board a list of members who, over the past year, have not attended church and/or have not contributed financially to the church. The names on that list will then be considered for removal from Church membership. The Secretary will send a letter and follow up letter/email asking if the member wishes to retain their Church membership, be reduced to Friend status, or resign their membership. At the January board meeting, the

Secretary will notify the Board of their attempt(s) and response(s). Diligent, yet unsuccessful, attempts to contact a member may result in that person being dropped from membership. If a person wishes to remain a member despite lack of attendance and financial contribution for various reasons (such as due to difficult life circumstances), the Board may authorize to retain that member.

ARTICLE IV: DENOMINATIONAL AFFILIATION

This Church shall be a participating member of the Unitarian Universalist Association, and of the MidAmerica Region UUA. It shall be the responsibility of the Board to ensure such participation.

ARTICLE V: MEMBERSHIP CONGREGATIONAL MEETINGS

Section 1: Authority. The Membership may, at properly noticed meetings, transact any item of business of the Church. The Membership may alter or amend any action of the Board, the President or the Minister.

Section 2: Location. Meetings of the Membership shall be held at the Church unless the Board has chosen another place.

Section 3: Meetings. Meetings may be called

- a) By the President,
- b) By a majority of the Board of Directors, or
- c) By a written petition signed by not less than one tenth (1/10) of the voting members of the Church.

Section 4: Annual Meeting. The Annual Meeting of the Church shall be held during the 2nd quarter (April, May, or June) of each calendar year as fixed by the Board. As part of its agenda, the Annual Meeting shall include:

- a) Approval of the Annual Budget;
- b) Election of Board members;
- c) Reports of the Board, Committees, RE Director and the Minister;
- d) Any other business as may properly come before the Membership at the Annual Meeting.

Section 5: Notice of Meetings. Notice of any membership meeting shall be mailed or emailed at least ten (10) days in advance of such meeting to all members of the Church. The notice shall contain the subjects and/or motions to be addressed at the meeting. No action shall be taken on any matter not specified in the notice. The Board may call an emergency meeting, with email or telephone notification to the members of the Church, to address matters of concern.

Section 6: Order of Business. Specific motions contained in a notice shall first be addressed without amendment, and then other related motions may be made from the floor.

Section 7: Quorum. Twenty Per Cent (20%) of the voting members shall constitute a quorum for the transaction of all business, except for the election or retention of the Minister, in which

case forty per cent (40%) of the voting members shall constitute a quorum. A lesser number may constitute a quorum for the purpose of adjourning the meeting. Unless otherwise stated in the Bylaws, majority votes of the members present and voting shall decide any question and constitute action by the Membership.

Section 8: Secret Ballot. Voting on any item of business shall be by secret ballot at the request of:

- a) The President, or
- b) Any five (5) voting members.

Section 9: Absentee Voting. Absentee voting will be permitted on any vote where a specific motion is presented in the notice of the meeting and un-amended at the time of vote. The absentee vote must be in writing, labeled with the member's name on the ballot of envelope containing the ballot, and delivered to the Secretary or acting secretary prior to the meeting.

Section 10: Proxy Votes. No proxy voting is allowed. No member may vote in place of another member.

ARTICLE VI: ELECTIONS

Section 1: Nominating Committee. In February, the Membership shall elect a Nominating Committee consisting of three (3) members. The Nominating Committee shall make nominations for election to the Board of Directors (none of whom shall be members of the Nominating Committee.) The Nominating Committee shall submit the nominations to the members in accordance with the procedures provided below.

Section 2: Nomination and Election. After the Nominating Committee is elected by the Membership in February, the Committee shall:

- a) In March, poll the Membership in writing in order to entertain nominations for the Board of Directors.
- b) The Nominations shall be tabulated by the Nominating Committee which will then prepare a slate of one (1) name for each position to be filled, taking into consideration the eligibility, willingness and qualifications of the candidates.
- c) This slate shall be presented to the Membership in the "Notice" of the Annual Meeting.
- d) Additional nominations may be made from the floor during the Annual Meeting only with the consent of the candidate.
- e) Election by secret vote of duly nominated Members of the Board shall be by majority vote of members present and voting.

ARTICLE VII: BOARD OF DIRECTORS

Section 1: Duties of the Board. The Board shall:

- a) Have general charge of the property of the Church and conduct the business affairs of the Church on behalf of the Membership;
- b) Control the administration of the Church, including the appointment of Ad Hoc and Standing Committees, as it deems necessary;
- c) Oversee any employees of the Church except the Minister.

- d) Call Membership Meetings and make recommendations to the Membership when it deems appropriate.
- e) Prepare, or have prepared, an Annual Operating Budget which shall be mailed to the Membership at least ten (10) days prior to the Annual Meeting, and this shall be submitted to the members for their approval at said Annual Meeting;
- f) Establish all Standing and Ad Hoc Committees, and appoint the chair and approve the members of all Standing and Ad Hoc Committees whenever vacancies shall occur.
- g) Be responsible for the functioning of all Committees and shall assume the duties of any Committee which needs assistance; and
- h) Establish policies and procedures for the functioning of the Church.

Section 2: Membership. The Board of Directors shall consist of the President, the President-Elect, the Secretary, the Secretary-Elect, the Treasurer, the Treasurer-Elect, and two (2) additional Directors. The Director of Religious Education shall serve as an ex officio non-voting member of the Board.

Section 3: Qualifications. Only voting members of the Church may be nominated to the Board.

Section 4: Terms of the Board: Board Members are elected to serve a two (2) year term. Each year, the President-Elect, the Secretary-Elect, the Treasurer-Elect, one Director and (rarely) other offices as needed shall be elected at the Annual Meeting. The new Board shall take office the following July 1. Board members elected at the previous year's Membership Meeting change position on the Board from President-Elect to President, from Secretary-Elect to Secretary, and from Treasurer-Elect to Treasurer. This newly composed Board shall serve one year or until successors are elected and qualified.

Section 5: Removal. A member of the Board may be removed by a majority vote of the Membership for disability, dereliction, or malfeasance.

Section 6: Vacancies on the Board. When the Presidency is vacated the President-Elect shall immediately become President and the President-Elect shall be vacated. The Board shall fill all other vacancies that may occur on the Board between Annual Meetings. The member selected shall serve until a successor is duly elected and qualified at the next April Membership Meeting and begins serving his/her term in July.

Section 7: Meetings.

- a) The Board of Directors must meet a minimum of nine (9) times annually, at such times and places as shall be fixed by the Board.
- b) Four (4) Board Members shall constitute a quorum for the transaction of business.
- c) The meetings and minutes of the Board shall be open to the Membership of the Church, except that the Board may close those portions of meetings where personnel matters are discussed, including the selection of Committee Chairs and members.
- d) All votes of the Board shall be open to the Membership and recorded in the minutes.

Section 8: Limitations of Authority. The Board shall not exceed the financial authority specified in Article IX: Finances, except under emergency circumstances. The Board shall refer to a vote

at a Membership Meeting any business that constitutes a major change in policy or financial affairs of the Church.

Section 9: Emergency Authority of the Board. When emergency circumstances require action before a Membership Meeting can be convened, the Board shall attempt to determine the will of the Membership informally if time permits, and shall then take whatever action is necessary to protect the best interests of the Church.

Section 10: President. The President shall:

- a) Preside at, and prepare agendas for, Meetings of the Membership and the Board.
- b) When emergency circumstances require action before a Membership Meeting or Board Meeting can be convened, the President shall attempt to determine the will of the Board informally if time permits, and shall then take whatever action is required to protect the best interests of the Church.
- c) The President shall perform such other duties as may be prescribed by the Membership or Board.

Section 11: President-Elect. The President-Elect shall:

- a) Serve in the absence of the President;
- b) Assume the office of President after one year, for one year;
- c) Become President when the Presidency is vacant; and
- d) Perform such other duties as may be prescribed by the Membership or Board

Section 12: Secretary. The Secretary shall:

- a) Keep an accurate record of the transactions of all business meetings of the Membership and of the Board of Directors;
- b) Retain custody of all non-financial books and records of the Church;
- c) Maintain a roster of the members of the Church qualified to vote;
- d) Post and email or mail notices of Membership Meetings to the Members;
- e) Be responsible for all general and particular Board correspondence, including welcoming letters to new members recognized by the Board and parting letters to members removed by the Board;
- f) Post a copy of the minutes of each meeting on the Church bulletin board in a public and visible location in the Church and another copy in the Board Minutes notebook;
- g) Provide the Editor of the newsletter with a copy summary of the minutes of each meeting;
- h) Provide Board members with a copy of the minutes of each meeting;
- i) Be in charge of the Membership book and the official Membership list; and
- j) Perform such other duties as may be prescribed by the Membership or Board.

Section 13: Secretary-Elect. The Secretary-Elect shall assist the Secretary, and shall assume the office of Secretary after one year, then serving as Secretary for one year. The Secretary-Elect shall:

- a) Be responsible for all general and particular Board correspondence, including welcoming letters to new members recognized by the Board and parting letters to members removed by the Board;
- b) Perform such other duties as may be prescribed by the Membership or Board.

Section 14: Treasurer. The Treasurer shall:

- a) Receive and safely keep all money and other property of the Church and shall distribute the same under the direction and to the satisfaction of the Board of Directors;
- b) Keep a complete account of the finances of the Church, which shall be open at any time to any member of the Board;
- c) Render an annual statement at the Annual Meeting;
- d) Keep all individual pledge and donation information confidential;
- e) Furnish receipts for contributions and donations;
- f) Prepare all required tax and financial documents for the Church; and
- g) Perform such other duties as may be prescribed by the Membership or Board.

Section 15: Treasurer-Elect. The Treasurer-Elect shall assist the Treasurer, and shall assume the office of Treasurer after one year, then serving for one year.

ARTICLE VIII: COMMITTEES

Section 1: Standing Committees. The Board of Directors shall appoint such Standing Committees, as it may deem necessary and desirable for the adequate fulfillment of the purposes of the Church. Standing Committees shall carry out the responsibilities assigned to them by the Board.

Section 2: Ad Hoc Committees. The Board of Directors may appoint Ad Hoc Committees, as it may deem necessary and desirable for the adequate fulfillment of the purposes of the Church.

Section 3: Records. Each committee shall report regularly to the Board.

ARTICLE IX: FINANCES

Section 1: Fiscal Year. The fiscal Year of the Church shall begin on July 1 of each year and shall end on June 30 of the following year.

Section 2: Specific Budget Items. Specifically budgeted items of any amount may be paid by the Treasurer without further authorization by a Committee, the Board or the Membership.

Section 3: Board Authority. The Board shall not authorize the expenditure of more than one thousand five hundred dollars (\$1,500.00) for a single transaction without the prior approval of the Membership.

Section 4: Budget Transfers. The Board may, once per meeting transfer between budgets any amount up to the limit of its authority specified in Section 3 of this article.

ARTICLE X: MINISTER AND OTHER RELIGIOUS PROFESSIONALS

Religious professionals will be called without regard to race, color, gender, physical challenge, gender identity, sexual orientation, age or national origin.

When the Church is without a Minister, Sections in this Article are not in effect. Those sections are Status, Membership, Participation in Meetings, and Committee on Ministry.

Section 1: Status. The Minister and other religious professionals Status, compensation, benefits, and other terms of employment shall be determined by a vote of the members of the Church. A majority vote shall be required in all such cases except for the election or retention of a Minister where a two-thirds (2/3) majority is required. Except for consulting minister(s), the Minister shall be in fellowship with the Unitarian Universalist Association. The Minister is responsible for the worship service whether in the pulpit or not.

Section 2: Membership. The Minister is a non-voting, ex-officio member of the Board and Committees. The Minister may be a non-voting member of the Church.

Section 3. Participation in Meetings. The Minister shall:

- a) Meet regularly with the Board;
- b) Meet regularly with whatever committee(s) the Board establishes to work on religious services, and together they shall be responsible for the Pulpit and conducting religious services;
- c) Meet regularly with whatever committee(s) the Board establishes to work on religious education, and together they shall be responsible for the religious education programs of the Church; and
- d) Be permitted to attend all Membership, Board and Committee meetings except those where matters concerning his or her employment are discussed.

Section 4: Committee on Ministry. The Committee on Ministry shall consult with the professional minister(s) to help develop the quality of ministry with the congregation, shall initiate reviews of that ministry, and shall facilitate communication with the congregation concerning its ministry.

ARTICLE XI: USAGE OF PROPERTY

Section 1: Church Usage. All property of the Church shall be held in the name of the Church and enjoyed by its members collectively.

Section 2: Committee Usage. Any Committee may use the facilities and equipment of the Church without charge by scheduling its use in accordance with policies established by the Board.

Section 3: Member Usage. Any Member of the Church may use the facilities and equipment of the Church by requesting access in accordance with policies established by the Board. This use shall be without charge if the event is announced and open to the other members of the Church, and no charge or donation is requested for attending except on behalf of the Church. All other uses shall be charged in accordance with policies established by the Board.

Section 4: Rental to Non-Members. The Board may rent the facilities and equipment of the Church to non-members in accordance with policies established by the Board.

Section 5: Dissolution. Should the Church cease to function, all property, debts and assets owned, held and controlled by it shall revert to the use and benefit of the MidAmerica Region UUA, or such organization with which it may be merged, and should the latter cease to exist, shall revert to the Unitarian Universalist Association, or such organization with which it may be merged.

ARTICLE XII: AMENDMENTS

Section 1: Bylaws Committee. The Bylaws Committee shall review all amendments to the Bylaws. It may revise the wording of any amendment and may recommend amendments to the Board. The Bylaws Committee may issue advisory interpretations of these Bylaws at the request of any member, but the Membership is the sole and final arbiter in the interpretation of these Bylaws.

Section 2: Amendment proposals. Any member may propose an amendment of the Bylaws to the Bylaws Committee. The Bylaws Committee shall meet and consider the amendment, but need take no further action. The Bylaws Committee may reword the amendment and refer the amendment to the Board. If the Bylaws Committee proposes an amendment to the Board, the Board may set a membership meeting if it recommends the passage of the amendment.

Section 3: Notice. The specific wording of a proposed amendment shall be contained in the notice of the Membership Meeting announcing the meeting.

Section 4: Required Vote. These Bylaws may be amended or repealed at a Membership Meeting by a two-thirds (2/3) vote.

ARTICLE XIII: PARLIAMENTARY PROCEDURE

Membership and Board Meetings shall be conducted in accordance with Roberts Rules of Order.