UNITARIAN UNIVERSALIST CONGREGATION OF SOUTH COUNTY

BYLAWS

As amended September 27, 2020
As amended

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UNITARIAN UNIVERSALIST CONGREGATION OF SOUTH COUNTY

BYLAWS

ARTICLE 1 – NAME

The name of this corporation shall be the Unitarian Universalist Congregation of South County.

ARTICLE 2 – PURPOSE

The Unitarian Universalist Congregation of South County (UUCSC) is a welcoming, loving spiritual community practicing Unitarian Universalist principles. We offer a safe, respectful environment for personal and spiritual growth for children and adults. The UUCSC serves as a resource for social and environmental action, peace, and justice.

ARTICLE 3 – DENOMINATIONAL AFFILIATION

This Congregation shall be a member of the Unitarian Universalist Association (UUA) and of the UUA New England Region.

ARTICLE 4 – MEMBERSHIP

A. Any person sixteen years or older who is in sympathy with the purposes of this Congregation and indicates the same by signing the Membership Book shall be a member of the Congregation. A new member shall attain the right to vote in business meetings and to hold office thirty days after signing the Membership Book. Membership may be terminated by a written statement of resignation signed by the member and given to either the Clerk or the President.

B. If a member has not contributed money or time to the Congregation for two years, and ~~**in the judgement of the Board**~~ **to the knowledge of the Clerk** has shown no interest in the activities of the Congregation, the ~~**Board shall**~~ **Clerk, Minister, Membership Chair, and the Collector** shall direct the Clerk to ask the member in writing if the member wishes to continue as a member. If no affirmative response is received within thirty days, the ~~**Board**~~ **Clerk** may remove the member from membership. Members who will be away for an extended period of time and not pledging may be designated inactive by a written request delivered to the Clerk. (**rationale – quorum, directory)**

C. While no minimum monetary donation is required of a member, we encourage each member to support the Congregation financially. Friends of UUCSC are participating non-members who may attend services regularly, join committee work, contribute financially, and choose to be listed as a Friend in the UUCSC directory. Only members may vote, chair committees, or serve on the Board**. [DISCUSSION POSTPONED]**

ARTICLE 5 – BUDGET

A. The fiscal year shall end June 30.

B. The Board shall prepare and recommend an annual budget for adoption by the membership at each annual business meeting.

C. The Board shall not increase total annual spending by more than ten percent of the approved budget or decrease total annual spending by more than twenty percent of the approved budget without the approval of the membership at a Congregation business meeting.

ARTICLE 6 – BOARD OF DIRECTORS

A. Board Membership and Responsibilities

1. Congregation affairs shall be managed by the Board of Directors, herein referred to as the Board. The Board shall consist of the President, the Vice President, the Treasurer, and the Clerk, also known as the officers, and three directors. Only members of the Congregation who are eligible to vote may serve as members of the Board.
2. The Board shall:

   a. Administer the business affairs of the Congregation.

   b. Develop policy and carry out long-range planning.
3. Committees with temporary functions, including but not limited to search committees, shall be called ad hoc committees. The Board shall have the sole authority to establish and disband ad hoc committees. **~~and to appoint their chairs and members.~~**
4. The Board shall have the authority to establish and disband official committees, subcommittees, or organizations of the Congregation. Groups of Congregation members who share common interests or objectives may request such official recognition.

B. Board Meetings

1. The Board shall meet once a month at a regular date and time designated by the Board. Special meetings of the Board may be called by the President, or by written request of at least four members, on five days**'** notice to the members of the Board
2. **~~Fifty percent~~** **A majority** of the Board membership shall constitute a quorum.
3. Members and Friends of the Congregation may attend Board meetings and may speak when recognized by the President.

~~4. The Board shall adopt standing rules for the conduct of all Board meetings.~~ **The Board, shall decide how their meetings will be governed.**

C. Officers

1. The President shall have general supervision authority over all activities of the Congregation, shall call and preside at all Board and Congregation meetings, and shall be an ex-officio, non-voting member of all Administrative Committees and of the Coordinating Council.
2. The Vice President-shall assume all the President's duties and authority in the absence of the President and shall perform such duties as may be assigned by the President.
3. The Treasurer shall be responsible for supervising the Congregation's finances and preparing financial reports. The Board shall, with advice from the Finance Committee, appoint a Collector to assist the Treasurer. The Collector shall be responsible for the receipt,

deposit and reporting of all funds received. The Board may also appoint a Disbursing Agent who shall be responsible for the timely payment of invoices and other Congregation financial obligations. The Treasurer, assisted by the Collector and the Disbursing Agent, if there is one, shall keep a detailed record of receipts, deposits, and expenditures; report to the Board monthly; and report to the annual business meeting.

4. The Clerk shall keep accurate and complete minutes of meetings of the Congregation and of the Board, ensure that meeting notices are sent to Congregation members, and perform record-keeping duties assigned by the Board.
5. The President and the Treasurer or the President and the Clerk shall sign all documents legally binding the Congregation.

D. Election of Officers

1. Officers shall be elected at the annual business meeting.
2. The President and Vice President shall be elected to staggered two-year terms. The President shall be elected in odd-numbered years, and the Vice President shall be elected in even-numbered years.
3. The Treasurer and the Clerk shall be elected to staggered two-year terms. The Treasurer shall be elected in odd-numbered years, and the Clerk shall be elected in even-numbered years.
4. No person shall serve more than two full consecutive terms as President, Vice President, or Clerk.
5. If an office becomes vacant, the Board shall appoint another person to serve the remainder of the term.

E. Directors

1. Directors shall be elected at the annual business meeting.
2. Directors shall be elected to two-year terms in odd-numbered years.
3. No person shall serve more than two full consecutive terms as a director unless no other member is willing to serve as a director.
4. If a director's seat becomes vacant, the Board shall appoint a person to serve the remainder of the ~~**term**~~ **congregational year. At the Annual Meeting, the Nominating Committee shall nominate a person to serve the remainder of the term who shall be elected by the congregation.**

ARTICLE 7 – COMMITTEES OF THE CONGREGATION

A. The Committee on Ministry, the Nominating Committee, and the Committee on Right Relations are committees of the Congregation that are responsible directly to the Congregation. Committees of the Congregation shall be established or disbanded only by amendment of these bylaws. Only members of the Congregation who are eligible to vote may serve as members of

the Committee on Ministry, the Nominating Committee, and the Committee on Right Relations. **The Committees shall decide how their meetings will be governed.**

B. Committee on Ministry

1. The Committee on Ministry supports and assists the Minister and facilitates communication between the Minister and the Congregation.
2. **Members of the Board shall not concurrently serve on the Committee on Ministry.**
3. The committee shall consist of four members who serve staggered two-year terms beginning on July 1. Each May, the Minister shall submit four names to the Board, and the Board shall submit four names to the Minister. Each June, the Board and the Minister shall agree on two persons from among the names submitted to serve on the committee. ~~**In October 2020, one member shall be appointed to the committee to serve a term that ends on June 30, 2021, and two members shall be appointed to the committee to serve terms that end on June 30, 2022.** Thereafter,~~ **T**wo members shall be appointed each June to serve two-year terms.
4. No person shall serve more than one full consecutive term on the committee, **except in the circumstance when three people might be leaving the committee, one person may be asked by the Board to remain on the committee to ensure continuity.**
5. The committee shall choose its own chair.
6. If a seat on the committee becomes vacant, the Minister and the Board shall choose a person to serve the remainder of the term in the same way committee members are regularly chosen.

C. Nominating Committee

1. The Nominating Committee shall consist of three members who serve staggered three-year terms. One member shall be elected at each annual business meeting. The committee shall select its chair.
2. ~~No more than one member may be an officer~~. **Members of the Board shall not concurrently serve on the Nominating Committee.** No person shall serve more than one full consecutive term.
3. The committee shall nominate candidates for all vacant offices at each annual business meeting.
4. If a seat on the committee becomes vacant, the Board shall ~~**elect**~~ **appoint** a person to serve the remainder of the ~~**term**~~ **congregational year**. **At the Annual Meeting, the Nominating Committee shall nominate a person to serve the remainder of the term who shall be elected by the congregation.**

D. Committee on Right Relations

1. The Committee on Right Relations shall assist in resolving conflicts among members and Friends of the Congregation, staff, or Board members.

2. Annually, at its July meeting, the Board shall appoint three members, **which may or may not include re-appointing a current member**. The members shall choose a chair.
3. The Board may ask the committee to convene if the parties involved in a conflict have been unable to resolve the conflict among themselves.

ARTICLE 8 – ADMINISTRATIVE COMMITTEES

A. Committee Responsibilities

1. Administrative committees shall be established or disbanded only by amendment of these bylaws. Administrative committees shall include:
   a. The Finance Committee, which is responsible for financial planning.
   b. The Facilities Committee, which is responsible for maintaining physical facilities.
   c. The Communications Committee, which is responsible for coordinating communication within and outside the Congregation.
   d. The Personnel Committee, which is responsible for recommending and implementing personnel policies, procedures, and practices and maintaining personnel records.
2. The Board may from time to time establish by resolution additional duties for each administrative committee.

B. Committee Chairs and Members

1. ~~**The Board shall appoint a chair for each administrative committee annually at the first regular Board meeting after the annual business meeting from among persons nominated by each committee**~~**. Each committee shall choose its own chair.**
2. No person shall serve more than three consecutive full one-year terms as chair of the same committee. Only members of the congregation who are eligible to vote may serve as committee chairs.
3. If a chair becomes vacant, ~~**the Board shall appoint another committee member to serve the remainder of the term**~~. **committee members shall choose another chair.**
4. Any member or Friend of the Congregation may be a member of any committee.
5. Members and Friends of the Congregation may attend committee meetings and may speak when recognized by the chair.

ARTICLE 9 – PROGRAM COMMITTEES

A. Purposes

Program committees plan and implement the social, civic, spiritual, and educational activities of the Congregation. Program Committees are: Membership, Music, Religious Education, Social Justice, Social Events Committee, Hospitality, Aesthetics, Stewardship, and Worship. The Board shall establish the duties of each committee by resolution and may establish or disband additional program committees by resolution.

B. Chairs and Members

1. ~~**The Board shall appoint a chair of each committee at the July Board meeting from among persons nominated by that committee.**~~ **Each committee shall choose its own chair.** Only members of the Congregation who are eligible to vote may serve as chairs. No person shall serve more than three consecutive full one-year terms as chair of the same committee. If a chair becomes vacant~~**, the Board shall appoint a person to serve the remainder of the term**~~. **committee members shall choose another chair.**
2. Any member or Friend of the Congregation may be a member of any committee.
3. Members and Friends of the Congregation may attend committee meetings and may speak when recognized by the chair.

ARTICLE 10 – COORDINATING COUNCIL

A. Purpose

The Coordinating Council is a forum intended to make it easier for all of the Congregation's committees, subcommittees and groups to communicate with each other and with the Board and to coordinate programs and activities.

B. Membership

The chair of every committee, subcommittee and group of the Congregation, except committees of the congregation, shall be a member of the Council. The chair of each committee, subcommittee and group may designate another member of the committee, subcommittee or group to attend a Council meeting.

C. Meetings

The Council shall meet **at a minimum of 5 times per year, typically** September, November, January, March and May. The President shall choose the chair of the Council, **typically the Vice President**.

D. Council Clusters

Every committee, subcommittee or group shall be a member of one of ~~**eight**~~ **nine** Council Clusters: Business and Finance; Spiritual Support; Lifespan Religious Education; Congregational and Leadership Development; Facilities; Communications; Community Relations and Events; ~~and~~ Ministry, **and Fundraising**.

ARTICLE 11 – REMOVAL OF OFFICERS AND ~~**CHAIRS**~~ **DIRECTORS**

The Board may remove an officer or a director, ~~**or a chair of an administrative or program committee**~~ from office if the officer or director has been absent from three ~~**consecutive**~~ Board meetings **during the course of the year** and the Board determines that insufficient cause exists for the absence.

ARTICLE 12 – MINISTER

A. The minister shall be responsible for leading the Congregation in worship and for supervising the Congregation's spiritual interests and affairs. The minister shall have freedom to express personal opinions inside and outside the Congregation.

B. The minister shall be an ex-officio, non-voting member of the Board, of every committee, and of the Coordinating Council.

C. The minister shall be in charge of and supervise the day to day work of the Congregation's employees.

D. The minister shall be called upon the recommendation of a search committee by a majority vote of the Congregation. The minister shall be dismissed upon the recommendation of the Board by a majority vote of the Congregation. If the Minister is dismissed, the minister's salary and benefits shall continue for three months after the last day of employment.

ARTICLE 13 – MEETINGS

A. The Congregation shall conduct regular religious services at a time and place determined by the Board.

B. The annual business meeting of the Congregation shall be held on the second Sunday in June. The agenda shall include:

~~Approval~~ **Ratification** of the Minutes of the last annual business meeting

NOTE: Per *Robert's Rules of Order Newly Revised*: Since the next business meeting of UUCSC is not held for 12 months, making it impossible for the congregation to remember what corrections might be needed to the minutes, the Board shall be authorized to correct and approve the minutes of the annual meeting at the next Board meeting following the second Sunday in June.

Approval of the Treasurer's report
Approval of the President's report
Approval of **the** annual budget
Report of the Nominating Committee
Election of officers, directors, and a member of the Nominating Committee.

C. The Clerk shall ensure that the minutes of the last annual business meeting, the Treasurer's report, the President's report, the proposed annual budget, the Nominating Committee report, and a written report from the Minister and from each Program and Administrative committee are mailed, e-mailed, or hand-delivered to each member of the Congregation at least thirteen days before the annual business meeting.

D. A special business meeting of the Congregation may be called by the President, Vice President, a majority of the Board, or by twenty percent of the members of the Congregation. The purpose of a special business meeting shall be stated in a written notice mailed, e-mailed, or hand-delivered to membership at least thirteen days prior to the meeting, and only that business may be considered at the meeting.

E. One-quarter of the active membership of the Congregation shall constitute a quorum; provided, however, that forty percent of the active membership of the Congregation shall constitute a quorum at a meeting at which a vote will be taken on any of the following matters:

1. Purchase or sale of property valued at $10,000 or more.
2. Calling or dismissal of a minister.
3. Reduction of the salary of a minister.
4. Voluntary dissolution of the Congregation.

Motions shall be approved by a simple majority of members present, except as otherwise specifically provided in these bylaws.

F. *Robert's Rules of Order Newly Revised*, published by the Robert's Rules Association, shall govern the conduct of ~~**all**~~ the annual business meeting~~**s**~~. **The Board, and all other committees, shall decide how their meetings will be governed.**

ARTICLE 14 – AMENDMENTS

These bylaws may be amended at any business meeting of the Congregation, provided that the proposed amendment is included in the notice of the meeting. An affirmative vote of sixty-seven percent of those members present shall be required to approve the amendment.

ARTICLE 15 – DISSOLUTION

Voluntary dissolution of the Congregation may be approved at any business meeting by an affirmative vote of sixty-seven percent of those members present. In the event of dissolution, all assets of the Congregation shall be transferred to the Unitarian Universalist Association for its general purposes. Dissolution and transfer of assets shall be in accordance with applicable law.

ARTICLE 16 – SEVERABILITY

Any provision of these bylaws found invalid shall not have the effect of invalidating other bylaw provisions.

As amended September 27, 2020
As amended