

UNITARIAN UNIVERSALIST CONGREGATION OF SOUTH COUNTY  
BYLAWS as Updated June 6, 2010

ARTICLE 1 - NAME

The name of this organization 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 and peace.

ARTICLE 3 - DENOMINATIONAL AFFILIATION

This Congregation shall be a member of the Unitarian Universalist Association (UUA) and of the Ballou-Channing District of the UUA.

ARTICLE 4 - MEMBERSHIP

- A. Any person 16 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. He or she shall attain the right to vote in business meetings and to hold office 30 days after signing the Membership Book. Membership may be terminated by a written statement of resignation signed by a member and given to either the Clerk or the President.
- B. A member who has shown no interest either by financial or other contributions for a period of 2 years, and who in the judgment of the Board of Directors has indicated no interest in the activities of the Congregation, shall be asked in writing by the Board of Directors if he or she wishes to continue as a member. If no affirmative response is given within 30 days of the Board's request, the Board 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.
- C. No minimum monetary donation is required of a member, but each member is asked to contribute an amount sufficient to enable the Congregation to pay per-member dues assessed by the UUA and the District.

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 or decrease total annual spending by more than 10% of the approved budget, or decrease total annual spending more than 20% of the approved budget without approval of the membership at a congregation business meeting.

## ARTICLE 6 - BOARD OF DIRECTORS

### A. Board Membership and Responsibilities

1. Administration of Congregation affairs shall be managed by the Board of Directors, hereinafter referred to as the Board. The Board shall consist of the President, the Vice President, the Past President, the Treasurer, and the Clerk, also known as the Officers, and four Trustees. 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, and
  - c. propose an annual budget for adoption by the Congregation that shall be distributed or mailed to the membership at least 13 days before the Annual Business Meeting.
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 on 5 days notice to the members of the Board. Special meetings of the Board shall also be called on 5 days notice on written request of no fewer than 4 members of the Board.
2. A quorum for Board meetings shall be 50% of the Board members.
3. All Board meetings shall be open for observation by any member or friend of the Congregation.
4. Robert's Rules of Order shall govern the conduct of all Board meetings.

### C. Officers

1. The President shall have general supervision 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 Program Council.
2. The Vice President, in the absence of the President, shall assume all the President's duties and authority. The Vice President shall serve as a liaison for denominational matters, which shall include acting as the primary liaison between the Congregation and the Unitarian Universalist Association and the Ballou Channing District. The Vice President shall serve as liaison to Administrative or Program Committees, as designated. The Vice President shall also perform such duties as may be assigned by the President.
3. The Treasurer is responsible for managing the congregational fiscal status and execution of necessary expenditures and financial reports as needed for conduct of all Congregation affairs. The Board shall 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. Expenditures shall be made and recorded by the Disbursing Agent, if there is one, (or the Treasurer in his or her absence). The Treasurer, assisted by the Collector and the Disbursing Agent, if there is one, shall keep a record showing the detail of receipts, deposits, and expenditures; report to the board on a monthly basis; and report to the Annual Business Meeting of the Congregation.

4. The Clerk shall
  - a. Keep accurate and complete minutes of meetings of the Congregation and of the Board.
  - b. Send notices of all meetings of the Congregation.
  - c. Perform such other duties as customarily pertain to the office.
5. The President and the Treasurer or the President and the Clerk shall sign all documents legally binding the Congregation.
6. The Past President will facilitate the quarterly meetings of the Program Council, and will serve as liaison to Administrative or Program Committees, as designated. The Past President shall serve as a voting member of the Board in an advisory capacity to maintain continuity within the governance of the Congregation.

#### D. Election of Officers

1. Officers shall be elected at the Annual Business Meeting.
2. The President, Vice President and Past President shall be elected to 1-year terms with the expectation that the Vice President will subsequently serve as President and the Past President.
3. The Treasurer and the Clerk shall be elected to 2-year terms. The Treasurer shall be elected in odd-numbered years, and the Clerk shall be elected in even-numbered years.
4. If an officer does not serve out his or her term of office, the Board shall appoint a replacement to serve the remainder of the term. No person shall be elected by the Congregation to more than 4 consecutive years in the same office.

#### E. Trustees

1. Trustees shall serve as intermediate and long-term planners on behalf of the Congregation. Each Trustee also shall act as a liaison, or channel of communication, between the Board and an Administrative or Program Committee or committees designated by the Board.
2. Two trustees shall be elected at each Annual Business Meeting.
3. Each Trustee shall be elected for a 2-year term.
4. No person shall be elected by the Congregation to more than four consecutive years as a Trustee.
5. If a Trustee does not serve out his term of office, the Board shall appoint a replacement to serve the remainder of the term.

#### F. Finance Committee Chair

1. The Finance Committee chair shall be elected at the Annual Business Meeting.
2. The Finance Committee chair shall be elected for a 1-year term.
3. No person shall serve more than three consecutive 1-year terms as Finance Committee Chair.

### ARTICLE 7 - COMMITTEES OF THE CONGREGATION

A. Permanent committees that are responsible directly to the Congregation, including the Committee on Ministry the Nominating Committee, and the Strategic Plan Committee, shall be called Committees of the Congregation. Only members of the Congregation who are eligible to vote may serve as members of Committees of the Congregation.

#### B. Committee on Ministry

1. The Committee on Ministry serves as a support group for the Minister and as a communication channel between the Minister and the Congregation.

2. The Committee shall consist of 3 members who serve staggered 3-year terms beginning on July 1 of each year. The members shall be chosen as follows: Each year, at a time mutually agreed upon by the Minister and the Board of Directors, the Minister shall submit to the Board a list of 3 names, and the Board shall submit to the Minister a list of 3 names. The Board and the Minister shall agree on one person to serve on the Committee.
3. No person shall serve more than one full term on the committee.
4. The Committee shall choose its own chairperson. That chairperson shall act as a liaison between the Committee and the Board.
5. If a seat on the Committee becomes vacant, the Minister and the Board shall choose a person to fill the remainder of the term in the same way that Committee members are regularly chosen.

#### C. Nominating Committee

1. The Nominating Committee shall consist of 3 members who serve staggered 3-year terms. One new member shall be elected to the Committee by the Congregation at each Annual Business Meeting.
2. No more than one member may be a current officer. No member may serve more than one full term.
3. The Nominating Committee shall select its own chairperson. The Committee shall present to each Annual Business Meeting a list of candidates for all offices.
4. If a seat on the Committee becomes vacant, the Board shall appoint a replacement to serve the remainder of the term.

#### D. Strategic Plan Committee

1. The Strategic Plan Committee, hereinafter referred to as the SPC, shall consist of three (3) members who serve staggered 3-year-terms. One new member shall be elected to the SPC by the Congregation at each Annual Business Meeting.
2. No more than one member may be a current officer. No member shall serve more than one full term without at least a 2-year hiatus.
3. If a seat on the Committee becomes vacant, the Board shall appoint a replacement to serve the remainder of the term.
4. The SPC shall select its own chairperson, The SPC shall review and update the committees as to the progress and appropriate goals for the following 5 years, including financial expectations.
5. The updated Strategic Plan should be presented to the Board by the March meeting for approval or recommendations.
6. The revised Strategic Plan shall be presented to the Congregation for acceptance at the Annual Business Meeting.

### ARTICLE 8 - ADMINISTRATIVE COMMITTEES

#### A. Administrative Committees

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 administering financial matters,
  - b. the Facilities Committee, which is responsible for maintaining physical facilities, and
  - c. the Publicity Committee, which is responsible for coordinating communication within and outside the congregation.
  - d. the Personnel Committee, which is responsible for recommending and maintaining personnel policies, procedures, and practices.
2. The Board shall from time to time establish by resolution the additional duties and functions of each Administrative Committee.

B. Committee Chairs and Members

1. The Board shall appoint a chair for each Administrative Committee except the Finance Committee annually at the first regular Board meeting after the Annual Business Meeting of the Congregation from among persons nominated by each Committee. No individual shall serve more than three consecutive one-year terms as chair of the same Administrative Committee. Only members of the Congregation who are eligible to vote may serve as Administrative Committee chairs.
2. If an Administrative Committee chair does not serve out his or her term of office, the Board shall appoint a replacement to serve the remainder of the term.
3. Any member or friend of the Congregation may become a member of any Administrative Committee by volunteering.
4. All committee meetings shall be open for observation by any member or friend of the Congregation.

ARTICLE 9 - PROGRAM COMMITTEES

A. Program Committees

1. Committees with permanent functions shall be called Program Committees. Program Committees shall include the Adult Religious Education Committee, the Hospitality Committee, the Membership Committee, the Music Committee, the Religious Education Committee, the Social Action Committee, the Social Events Committee, and the Worship Committee. The Board may establish or disband additional Program Committees by resolution from time to time.

B. Program Committee Chairs and Members

1. The Board shall appoint a chair for each Program Committee annually at the July Board meeting from among persons nominated by each Committee. Only members of the Congregation who are eligible to vote may serve as Chairs of Program Committees. No individual shall serve more than three consecutive one-year terms as chair of the same Program Committee. If a Program Committee chair does not serve out his or her term, the Board shall appoint a replacement to serve the remainder of the term.
2. Any member or friend of the Congregation may become a member of any Program Committee by volunteering.
3. All committee meetings shall be open for observation by any member or friend of the Congregation.
4. The Board shall from time to time establish by resolution the duties and functions of each Program Committee.

C. Program Council

1. The Program Council shall be made up of the Chair, or the Chair's designee, of all relevant committees involved in the program activities of the church. The Program Council shall meet at least once per quarter, not including summer, on a mutually convenient date to plan and coordinate the program activities of the congregation.

ARTICLE 10 - REMOVAL OF OFFICERS AND CHAIRS

The Board may remove Officers, Trustees, and chairs of Administrative and Program Committees from office if the person has been absent at 3 consecutive Board or committee meetings, and the Board determines that insufficient cause exists for the absence. If the Board determines that these criteria have been satisfied, the Board may declare the office or chair vacant and appoint a replacement to fill the remainder of the term.

## ARTICLE 11 - MINISTER

- A. The minister shall be responsible for the conduct of worship within the Congregation, and for the Congregation's spiritual interests and affairs. The minister shall have freedom to express his or her opinion both inside and outside the Congregation.
- B. The minister shall be an ex-officio (non-voting) member of the Board and of such committees as the Board shall designate.
- C. The minister is the lead administrative officer, serving as the day-to-day supervisor of the Congregation's employees.
- D. The minister shall be called upon recommendation of the Search Committee by a majority vote of the 'Congregation. The minister shall be dismissed upon recommendation of the Board by a majority vote of the Congregation. In the event of dismissal, his or her salary, allowance, and benefits shall be continued for 3 months after the date of dismissal.

## ARTICLE 12 - MEETINGS

- A. Regular religious services of the Congregation shall be held. Time, place and notice shall be determined by the Board.
- B. The Annual Business Meeting of the Congregation shall be held on the first Sunday in June each year. Notice of the meeting, including the agenda, policy, and budget recommendations, shall be mailed, emailed or hand delivered by the Clerk to the membership at least 13 days prior to the meeting. The agenda shall include:
- Approval of the Minutes of the last Annual Business Meeting
  - Report of the Treasurer
  - Report of the President
  - Report of each Administrative and Program Committee
  - Report of the Committee on Ministry
  - Report of the Nominating Committee
  - Approval of the annual budget
  - Election of Officers, Trustees, and the Finance Committee Chair
- C. A Special Business Meeting of the Congregation may be called by the President, Vice President, a majority of the Board, or by 20% of the members of the Congregation. The purpose of a Special Business Meeting shall be stated in a written notice mailed to all members at least 13 days prior to the meeting, and only that business may be considered at the meeting.
- D. The presence of 25% of the active membership shall constitute a quorum at any business meeting, provided, however, that at meetings at which a vote is taken on the following issues, a quorum shall consist of 40% of the active membership:
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
- Motions shall be approved by a simple majority of members present, except as otherwise specifically provided in these bylaws.
- E. Robert's Rules of Order shall apply to the conduct of all Business Meetings.

### ARTICLE 13 - 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 67% of those members present shall be required to approve the amendment.

### ARTICLE 14 - DISSOLUTION

Voluntary dissolution of the Congregation may be approved at any Business Meeting by an affirmative vote of 67% 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 15 - SEVERABILITY

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

## Addendum

Date of adoption of bylaws: September 15, 1992

Amendments:

<u>Date</u>	<u>Section</u>	<u>Description of change</u>
9/17/93	Article 6C	Allowance for co-chairs of Administrative Committees
6/5/95	Article 4	Removal of specific dollar contribution requirements as condition of membership.
	Article 4	Requirement for 30 day period between signing membership book and attaining voting privileges.
3/6/96	Article 6B	Specifies officers for document signing: President and Treasurer or President and Clerk.
6/7/98	Article 4	Members away for an extended period of time and not pledging may be designated inactive.
6/4/00		General revision
6/3/01	Article 2	Includes promotion of anti-racism and multiculturalism in the Purpose.
	Article 7D	Allowance for the appointment of a Collector with description of duties.
2/9/03		General revision with Board restructuring for removal of Committee chairs and inclusion of Trustees.
6/8/03	Article 2	Add Mission in Place of Purpose [not added]
6/5/05	Article 16	Deleted, Transitional Provisions no longer applicable.
6/3/07	Article 8A1d	Changes to make Personnel Committee permanent.
	Article 6E5	Board to appoint new trustee if position vacated.
Article 9C	Minor changes to Program Council.	
	Article 12B,C	Add annual budget approval to annual meeting. Change annual meeting notice to 13 days.
6/1/08	Article 6A1,C6,D2	Add Past President to Board.
	Article 7A,D1-6	Add Strategic Plan Committee to Committees of the Congregation.
	Article 8A1d	Change Personnel Committee's charge.
	Article 9A1	Add Music Committee to Program Committees.
	Article 11C,D	The new C adds that the Minister is supervisor of the Congregation's employees. The old C becomes D.

6/7/09	Article 6C3	Allowance for the appointment of a Disbursing Agent with description of duties.
	Article 12B	Add “emailed” and “hand delivered” as ways to notify members of the Annual Business Meeting.
6/6/10	Article 6A1	Remove Chair of the Finance Committee from Board.
	Article 6C2	Add “The Vice President shall serve as liaison to Administrative or Program Committees, as designated.
	Article 6C4	Replace to say, “The Clerk shall a. Keep accurate and complete minutes of meetings of the Congregation and of the Board. b. Send notices of all meetings of the Congregation. c. Perform such other duties as customarily pertain to the office.
	Article 6C6	Replace to say. “The Past President will facilitate the quarterly meetings of The Program Council, and will serve as liaison to Administrative or Program Committees, as designated. The Past President shall serve as a voting member of the Board in an advisory capacity to maintain continuity within the governance of the Congregation.”
	Article 6F	Remove the Finance Committee Chair as a Board Member. [See Article 8A1a: Administrative Committees.]
	Article 9A1	Add “Program Committees shall include the Adult Religious Education Committee, the Hospitality Committee... the Social Events Committee...”