

BYLAWS
UNITARIAN UNIVERSALIST CHURCH
10 HIGBY ROAD
UTICA, NEW YORK 13501

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PREAMBLE

This church shall be a fellowship of free minds, having as its objectives the study and practice of liberal religion, the development of the higher life of its members and the building of a better community and world.

The spirit of this church shall be truly liberal. Its pulpit shall be absolutely free and untrammelled. The members of this church shall stand on the basis of equality, equally entitled to vote and hold office (subject to the age limits prescribed by the New York State Religious Corporations Law), and shall have an equal right at all times to express their opinions, convictions, and wishes, but no individual shall seek to rule over others in matters of belief or conduct.

ARTICLE I. Succession

This is an organization of the Unitarian Universalists and other religious liberals, and is the religious and legal successor of the Church of the Reconciliation (Universalist) of Utica, New York, renamed on November 21, 1919, from the Central Universalist Society of Utica, New York, incorporated April 26, 1849. The Central Universalist Society was the successor of the First Universalist Society of Utica, New York, formed November 21, 1825, but lapsed in 1844. Federation with Unitarians took place March 8, 1926.

ARTICLE II. Name

The name of this organization shall be the Unitarian Universalist Church.

ARTICLE III. Affiliation

This church acknowledges the general guidance of the Unitarian Universalist Association, the St. Lawrence Unitarian Universalist District, the New York State Convention of Universalists and their organizations, and regards itself as pledged to cooperate in measures for raising funds and for fostering and extending the interest of this denomination.

ARTICLE IV. Membership

A. Acquiring Membership

1. Membership is open to any person at least 16 years old who is in sympathy with the purposes of this organization, as stated in the preamble, without regard to gender, race, national origin, sexual orientation, or disabling condition.
2. Membership shall be granted upon indication by the individual that they intend to join, completion of a pledge agreement, meeting with the minister and signing the register.
3. In the absence of the minister, the President or Membership Chair shall receive new members into the congregation.

B. Responsibilities of Membership

1. Members are expected to have a basic working knowledge of Unitarian Universalism. This may be obtained by attending a new member orientation, being a former member of another UU congregation, growing up in UU religious education, or self-study.
2. Every member of this church is expected to take an active interest in its welfare and work and to manifest such interest by reasonably regular attendance at its worship, participation in the life of the Congregational Community, and making an annual identifiable financial contribution to its financial support.
3. Active Membership is maintained by making an identifiable financial contribution within the current fiscal year. An Active Member may hold offices of the Church as defined in these by-laws, receive rites of the church, receive publications from the Church and the UUA, and are eligible for other rights as determined by the policies of the Church.
4. To vote at the Annual Meeting or in special meetings, an identifiable financial contribution must have been made within the current fiscal year and as of the date of the Certification of the Membership for that meeting.
 - a) Contributions may be individual or part of a household

- b) Contributions can be made directly toward the Stewardship campaign as a pledge or contributions can be made as part of the weekly collection
- c) Contributions do not have a minimum dollar amount, but must be clearly identified with the member or household name

C. Certification of Membership

1. The Minister and/or Membership Committee and Financial Secretary shall certify the active voting membership ten (10) days prior to each annual meeting, and provide the clerk with the list of current active members.
2. The Minister and/or Membership Committee, and Financial Secretary shall certify the active voting membership five (5) days prior to the call to order of each special meeting.
3. Voting privileges are accorded only to Active Members as certified.

D. Youth Membership

1. Anyone wishing to join the congregation but who is not yet 16 years of age may join as a Youth Member.
2. By New York State Law, youth members shall not be voting members.
3. At age sixteen (16) youth members shall be invited to full active membership.

E. Honorary Membership

1. On occasion, long term members may be no longer able to fulfill the expectations and duties of membership. The Minister and Membership Committee may grant Honorary Membership Status to such individuals.
2. Honorary members shall continue to receive the rites and offices of the church, publications, hospitality, and fellowship, but shall not have voting privileges and shall not be counted for notice or quorum purposes.

F. Inactive Membership

1. Members who no longer fulfill the expectations and duties of membership but who wish to remain on the books as members and continue to receive our publications may be designated Inactive Members.
 - a) At the time of the Certification of the Membership for the annual meeting, any Member on the books who has not made an identifiable contribution within the previous fiscal year shall be moved to Inactive status.
 - b) The Membership Committee shall contact members moved to Inactive status using the most recent available contact information to determine their intent
 - c) A Inactive Member may restore themselves to Active Membership by indicating the intent to become an active member and making an identifiable financial contribution
2. Inactive Members shall hold no voting rights, shall not be counted for notice or quorum purposes, and are not entitled to other rights of membership.

G. Ending Membership

1. Termination Upon Request
 - a) A member may terminate their membership by written request to the Minister who shall forward such requests to the membership committee.
 - b) A member who moves out of the area may request to either the Minister or the Membership Committee to terminate their membership
2. A member who has died shall be removed from the membership rolls by the membership committee.
3. Removal of Membership
 - a) A member that threatens the wellbeing of the congregation shall be referred to the Board to consider termination of their membership.
 - b) Such termination shall require a unanimous vote of the board.
 - c) Any member so removed from membership shall not be eligible to rejoin the church for two full years.

ARTICLE V. MEETINGS

A. Annual Meeting

1. The annual meeting of the church membership shall be held in the final two months of the fiscal year. The annual meeting shall be at a time and date to be designated by the board of Trustees. Notice of this meeting shall be given to each member by written communication, mailed at least ten (10) days in advance of the meeting.
2. The agenda, proposed budget and written reports of the Board of Trustees, Committees, and Staff shall be available for review at the church prior to the annual meeting.
3. At the annual meeting the Nominating Committee shall present a slate of candidates to fill
 - a. Board of Trustees: member(s)-at-large to fill vacant board position(s).
 - b. Nominating Committee (cross reference)
4. The annual budget shall be adopted and written reports from Trustee committees shall be filed.

B. Special Meetings

1. Special meetings of the church may be called by a majority of the Board of Trustees.
2. Other special meetings must be called by the President upon petition of ten members of the church.
3. Notice of all special meetings shall be given by written communication to each member at least ten (10) days in advance. Notice of such meeting shall contain the purpose or purposes for which it is called, and only those purposes shall be considered.
4. The Minister and/or the Membership Committee Chair or their designee, and the Financial Secretary shall certify the voting members five (5) days prior to the call to order of each special meeting.

C. Certification of Quorum

Twenty percent (20%) of the certified voting membership shall constitute a quorum at all business meetings of the church, except for the special quorum

required to dismiss a minister.

ARTICLE VI. Board of Trustees

A. Composition

1. The Board of Trustees shall be composed of seven members of the church, elected to three year terms, elected on a rotating basis two the first year, two the second year, and three the third year.
2. Any trustee may be reelected for a second term of three years, but then shall not be eligible to serve as a trustee for a period of at least one year.
3. A trustee who has been appointed to serve at least eighteen months of a term shall be considered to have served a full term.

B. Meeting Schedule

1. The Board of Trustees shall meet at least monthly.
2. Special meetings of the Board of Trustees may be called by the President.

C. Board Quorum

1. The quorum of the Board shall be four members.
2. When only four are present action may be taken only by unanimous vote.

D. Duties of the Board of Trustees

1. The Board of Trustees shall act on all business and financial matters of the church including contracts.
2. The Board of Trustees shall see to the periodic formal congregational process of development of a congregational mission and performance assessment including an evaluation of ministry.
3. The Board of Trustees shall act in accordance with instructions from the congregation.
4. The Board of Trustees shall have general responsibility for the affairs of the Congregation.

5. The Board of Trustees shall appoint
 - a. A President, Vice-President, and Clerk of the Board
 - b. The Finance Committee Chair
 - c. The Stewardship Committee Chair
 - d. And, on occasions when the church has decided to seek a Minister, a Ministerial Search Committee and its chair. (See Article on Ministerial Search)
6. The Board of Trustees shall approve the Treasurer's appointment of a financial secretary.
7. The Board of Trustees shall each serve individually as either an officer of the trustees or on a committee.
8. The Board of Trustees shall establish other special committees as required.
9. The Board of Trustees shall be empowered by a two-thirds vote to remove a trustee from office who has missed three consecutive regular meetings of the Board of Trustees or six out of the last twelve regular meetings of the Board of Trustees.
10. The Board of Trustees shall have the power to designate the Vice-President as President pro tempore in the absence of the President.
11. The Board of Trustees shall have the power to appoint delegates to district and denominational meetings.
12. The Board of Trustees shall, when a vacancy occurs during the year on the Board of trustees or Nominating Committee, receive nominations from the Nominating Committee and appoint members to complete the term.
13. The Board of Trustees shall ensure a periodic audit of the accounts and financial books of the church is completed.

E. Officers of the Board of Trustees

1. President

- a. Shall preside at all annual and special congregational meetings of the church and at meetings of the Board of Trustees.
- b. Shall have general charge of the business affairs of the church.
- c. Shall sign all contracts.
- d. Shall be an ex-officio member of all Board of Trustee Committees of the church.
- e. Shall make a written report at the annual meeting.
- f. Shall not serve more than two consecutive terms of one year each, but may be re-elected after a year.

2. Vice President

- a. Shall assist the President and shall be empowered by the Board of Trustees to act in the absence of the President.
- 3. Clerk**
- a. Shall keep and post correct minutes of all of the proceedings of all congregational meetings of the church and the Board of Trustees.
 - b. Shall ensure that all records, books, and papers of the church are maintained and preserved, with the exception of the financial records and membership register.
 - c. Shall give notice of all business meetings of the congregation and of the trustees.
 - d. Shall notify all officers and members of Board of Trustee Committees of their selection.
 - e. Shall prepare reports, except financial, which the church is required to make.
 - f. Shall act generally as the recording officer of the church.

ARTICLE VII. – Finance Committee

A. Organization

1. The Finance Committee shall be composed of the Treasurer, the Financial Secretary, the chair of the Finance Committee, the Stewardship Campaign Coordinator, and such other members as volunteer.
2. A member of the Finance Committee shall attend each Board of Trustees Meeting to present financial reports and answer questions.
3. Members of the Finance Committee may be, but are not required to be, a member of the Board of Trustees.

B. Responsibilities of the Finance Committee

1. Raise money for the maintenance and support of the church.
2. Ensure that proper financial records are kept.
3. Prepare a draft budget upon request of the stewardship coordinator and the final annual budget for presentation and vote at the annual meeting.
4. Be responsible for all accounts in the name of the church.

C. Financial Positions

1. Treasurer

- a. Shall be a member of the congregation.
- b. Shall have custody and control of all funds, securities, and valuables of the church, all of which shall be deposited in a bank or financial institution selected by the Board of Trustees.
- c. Shall endorse for collection all bills, checks, or other negotiable instruments received by the church and sign bills, checks, notes, and other negotiable instruments disbursed by the church, taking proper vouchers therefore, and under the discretion and control of the Board of Trustees.
- d. Shall appoint a Financial Secretary, with approval of the Board of Trustees.
- e. Shall make a written report to the Board of Trustees for all regular meetings.
- f. Shall, at the annual meeting, make a report to the congregation of all accounts, funds, and other financial matters.
- g. Shall be a member of the Finance Committee.

2. Financial Secretary

- a. Shall be a member of the congregation.
- b. Shall receive and record all financial contributions of the church and deposit them to the specified accounts.
- c. Shall keep records of all financial pledges and provide that information to the finance committee for monthly reporting to the Board of Trustees.
- d. Shall send statements to all pledging units at least semi-annually.
- e. Shall certify membership for voting purposes in conjunction with the membership committee.
- f. Shall prepare annual IRS statements upon request to deliver to pledging units before January 31 each year.
- g. Shall be a member of the Finance Committee.

3. Finance Committee Chair

- a. Shall be a member of the congregation.
- b. Shall be a member of the Finance Committee.
- c. Shall preside at all Finance Committee meetings.

4. Stewardship Coordinator

- a. Shall be a member of the congregation.
- b. Shall coordinate the annual stewardship canvass including, when necessary, appointing the Stewardship Committee.

ARTICLE VIII. Nominating Committee

A. The Nominating Committee shall be composed of three members of the congregation. One member shall be elected at each annual meeting for a term of three years. No member shall be eligible for reelection until one year has elapsed. The Nominating Committee shall elect its own chair.

B. The Nominating Committee shall present to the annual meeting a slate of at least three nominees for the Board of Trustees and at least one nominee for the Nominating Committee. Such slate shall be publicized by written communication to each member, mailed at least ten (10) days in advance of the meeting.

C. When a vacancy occurs during the year, the Nominating Committee shall present to the Board of Trustees, nominees to fill the remainder of a term for the Board of Trustees or the Nominating Committee.

ARTICLE IX. Minister

A. Calling a New Called Minister

1. The Ministerial Search Committee shall screen candidates and recommend a minister to the congregation.
2. The Board of Trustees shall convene a special congregational meeting. (Forty percent of the voting members of the congregation shall constitute a quorum for the purpose of this meeting.)
3. To call the new minister, 80% of the members present at the special meeting must approve the ministerial candidate recommended by the Ministerial Search Committee.
4. Candidates shall be considered based solely on their qualifications and without regard to age, gender, race, national origin, sexual orientation, or disabling condition.
5. To be called, a minister shall hold fellowship in the Unitarian Universalist Association.

B. Dismissing a Called Minister

1. The Board of Trustees or the President shall convene a Special

- Meeting as outlined in Article V,B to consider dismissal of the “Called Minister.” Forty percent of the voting members of the congregation shall constitute a quorum for the purposes of this meeting.
2. Dismissal must be approved by a majority vote (67%) of the qualified members of the church present at the meeting.
 3. Terms of any possible severance package shall be outlined in the ministerial contract.

C. Letter of Call

1. The Ministerial Letter of Call shall outline the terms of professional service and shall be for an indefinite period.
2. This Letter of Call shall be on file with the Trustee's minutes and be readily available to members upon request.

D. Interim Ministry

1. An Interim Minister may be employed by the Board of Trustees for one to two years during the Search for a Called Minister.
2. The Hiring of An Interim Minister shall be at the Discretion of the Board of the Trustees without vote by the Congregation.
3. The Contract shall be negotiated with the Minister and shall outline the terms of professional service and compensation.
4. A minister without Unitarian Universalist Association fellowship may be employed for up to six months by the Trustees when, in their judgment, circumstances warrant such employment.

E. Consulting (Transitional) Ministry

1. A Consulting (Transitional) Minister may be employed by the Board of Trustees when, in their judgment, circumstances warrant such employment.
2. The Hiring of a Consulting (Transitional) Minister shall be at the Discretion of the Board of the Trustees without vote by the Congregation.
3. The Contract shall be negotiated with the Minister and shall outline the terms of professional service and compensation.
4. The contract may be for one or two year's duration, and may be renewed as deemed appropriate.
5. A serving Consulting (Transitional) Minister may be Called by the

Congregation in accordance with Article IX Section A, steps 2-5. In such an instance, the Board of Trustees shall propose the Minister be Called and Article IX Section A, step 1, Ministerial Search Committee, is waived.

F. Ministerial Services, Ceremonies, and Observances

The minister, whether Called, Consulting (Transitional), or Interim shall have complete freedom to establish and maintain such religious services, ceremonies and observances as he/she may deem appropriate, subject to the terms of his/her contract, but this authority shall not extend to the commitment or expenditure of funds, except for the minister's discretionary fund, when and if such as fund is established.

G. Compensation

Compensation for the Minister whether Called, Consulting (Transitional), or Interim, shall be reviewed and proposed to the congregation as part of the budget submitted to the membership at each annual meeting.

H. Ministerial Duties

1. The Minister whether Called, Consulting (Transitional), or Interim, shall:
 - a. meet prospective members for orientation prior to their signing the membership book. (See Article IV. A.)
 - b. share with the President and the Board of Trustees the responsibility for appointing chairs of all church committees.
 - c. record, with the assistance of the membership committee, in a suitable church register, the names of the members of the church with their addresses and the dates of their reception, withdrawal, death, or removal, and all dedications, marriages, and funerals performed in the church or by the Minister of this church.
 - d. be a member of the Membership Committee and the Worship Committee, and shall have ex-officio membership status on all other committees of the church.
 - e. make a written report to the annual meeting and to each regular meeting of the Board of Trustees.

ARTICLE X. The Committee on Ministry

A. A committee on Ministry shall be established when a Minister is either Called or hired as a Consulting (Transitional Minister.)

1. The Committee on Ministry shall be composed of three members.
 - a. One member shall be selected by the Minister
 - i. This member shall serve an initial term of one year.
 - b. One member shall be selected by the Board of Trustees
 - i. This member shall serve an initial term of two years.
 - c. One member shall be selected by the first two members.
 - i. This member shall serve an initial term of three years.
2. After the initial term is completed, each member shall serve a three-year term and shall be eligible for reappointment once. After serving six consecutive years, a member shall not be reappointed until one year has passed.

B. The Committee on Ministry shall foster communication between the Minister and the Congregation.

Approved as Revised, Congregational Annual Meeting

June 12, 2016