

# Bylaws

## **The Unitarian Universalist Church in Meriden**

REVISED May 22, 2022

# THE BYLAWS OF THE UNITARIAN UNIVERSALIST CHURCH IN MERIDEN

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# REVISION HISTORY

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| Bylaws adopted:   | May 11, 1954   |
| Amendments adopted:   | December 16, 1962<br>April 30, 1968<br>November 24, 1968<br>April 16, 1978<br>April 30, 1989 |
| Major revision adopted:   | January 27, 1991   |
| Major revision adopted:   | April 11, 1999   |
| Article I, Section 3 added:   | March 11, 2001   |
| Article IV, Section 2 amended:  | June 22, 2008  |
| Article V, Section 1 amended:   | June 22, 2008  |
| Article VI, Section 10 added:   | June 22, 2008  |
| Office of Moderator replaced<br>with "President" throughout:  | June 14, 2014  |
| Office of "Moderator-Elect"<br>replaced with "Vice President":                                      | June 14, 2014  |
| Article V, Section 3 amended:   | June 14, 2014  |
| Article III, Section 2 amended:   | June 10, 2016  |
| Article X, Section 1 amended:<br><i>(Removed references to the defunct "Clara Barton District")</i> | June 10, 2016  |
| Article V, Section 1 amended:   | October 25, 2020   |
| Article V, Section 7 amended:   | October 25, 2020   |
| Article VI, Section 2 amended:  | October 25, 2020   |
| Article VII, deleted:   | May 22, 2022   |

# **BYLAWS**

## **ARTICLE I – NAME PRECEDENT AND DEFINITION**

§1. The name of this organization, formerly known as the First Universalist Society of Meriden, Connecticut, and subsequently as the First Universalist Church of Meriden, shall be the Unitarian Universalist Church in Meriden.

§2. Whenever the word “Church” is used in these Bylaws, it shall signify the legal organization of the religious society organized May 30, 1854, and named above. The phrase “A vote of the Church” shall mean a vote of the members comprising said organization present at any legal meeting. The term “Annual Meeting” shall mean the regular annual meeting of the Church as defined by these Bylaws. The term “Board” shall signify the Board of Trustees as established herein. The phrase “A vote of the Board” shall mean a vote of the members of said Board present at any legal meeting.

§3. As a Welcoming Congregation, we affirm and promote the full participation of persons in all our activities and endeavors, including membership, programming, hiring practices, and the calling of religious professionals, without regard to race, color, gender, gender expression, physical or mental challenge, affectional or sexual orientation, age, class, or national origin.

## **ARTICLE II – PURPOSE**

§1. The purpose of this Church shall be to provide for its members and their children the opportunity for study and growth in personal religion; to sponsor and provide social and educational activities for its members; to express its religious faith in service to the community and to all humankind; and to advance the cause of liberal religion and Unitarian Universalism.

## **ARTICLE III – GOVERNMENT AND AFFILIATION**

§1. The government of this Church shall be vested in its members, who shall exercise the right of control in all of its affairs, subject to local, state and Federal law.

§2. This Church shall be affiliated with the Unitarian Universalist Association and pledge itself to cooperate with the Association in fostering and extending the work of Unitarian Universalism.

## **ARTICLE IV – MEMBERSHIP**

§1. Any person who is in harmony with the purpose of this Church as stated in Article II and is willing to cooperate in supporting the work of this Church may become a member by signing the membership register of the Church. The effective date of membership shall be

the date on which the register is signed. The membership register shall remain in the custody of the Clerk.

§2. The right to vote at any meeting shall be limited to active members eighteen years of age and older, but any member may speak at any meeting. New members shall not have the right to vote until thirty days after their effective date of membership. In matters involving the sale of Real Estate or a purchase requiring a withdrawal of invested funds in excess of 10 percent of the value of the total invested funds of the church, the right to vote shall be limited to those individuals who have been members for a minimum of two years. Approval of such transactions shall require a two-thirds vote of the members present qualified to vote.

§3. A member may voluntarily terminate membership by filing a letter of resignation with the Clerk.

§4. Three months prior to the end of each fiscal year, the membership committee or another committee appointed by the Board shall compile a list of those members who have failed to demonstrate interest in the Church through participation in the work of the Church, attendance at Church services, or financial support for a period of one year or more, unless there are extenuating circumstances such as age, illness or duty in government service. The committee shall present that list to the Board for approval, and upon approval, those members shall be transferred from active to inactive status.

## **ARTICLE V – ADMINISTRATION**

### **§1. – Board of Trustees**

The administration of the affairs of the Church shall be vested in a Board of Trustees, herein after called the “Board.” The Board shall consist of members elected by the congregation and shall serve for **number?** two-year terms. Individuals serving on the Board must be members of the congregation in good standing. Individuals serving on the Board must be able to use current technology for church business, including email, text messaging, websites, document sharing, and other applications as current standards dictate.

The size of the Board shall be determined by the membership size of the congregation. Up to 75 members, the Board shall be 3 members, with one member added to the Board for each 25 members, the increase in Board size taking place at the Annual Meeting following the 25-member increase benchmark being reported to the UUA in their annual congregational survey. The ordained minister(s), if the congregation has one or more, is an ex-officio non-voting member of the Board.

The Board shall serve as a team and may arrange their duties and responsibilities as best suits the group as a team. No more than 90 days after their election, the team shall designate a Treasurer and two Co-Presidents. The Board MAY designate other roles as they see fit according to need and size of the Board.

Between official annual and/or special meetings of the congregation, the Board shall have the powers of the Church itself, except such as are specifically reserved by law or by these Bylaws, provided, however, that the Board shall not authorize the conveyance or mortgaging of the real estate belonging to the Church without a vote of the Church approving the same, and that the Board shall not make withdrawals from the principal account of any funds invested in the name of the Church without a vote of the Church approving same, except for such regular disbursements of income as authorized in the annual budget approved by the congregation. The title of all property owned by the Church shall be in the name of the Church and shall be under the control of the Board. The Board shall have control of and shall invest the principal comprising the permanent and trust funds of the Church unless the Church shall vote otherwise. The Board shall keep, or cause to be kept, a true record of all funds in its custody, stating from whom they were received, the conditions imposed, if any, and shall make annual reports of the same to the Church.

### **§2. Other Officers**

Other officers of the Church who are not members of the Board shall be the Minister and the Collector. The Minister shall be called or hired according to guidelines set forth by the UUA Transitions Office, and the Collector shall be appointed by the Board.

### **§3. Term Limits and Vacancies**

Any person who has served as a member of the Board for four consecutive years shall not be eligible for re-election for a period of four years, unless there are no members capable of filling the role. If a vacancy occurs in any office except for the Minister, the remaining members of the Board will appoint a member to serve as a replacement for the remainder of the term.

**§4. Board of Trustees Meetings**

The Board shall hold regularly scheduled meetings at such time and place as it may decide. It shall not hold less than one meeting per calendar month. Two-thirds of the members of the Board shall constitute a quorum at any meeting of the Board. Special meetings may be called by the Board at their discretion. Notice of special meetings shall be sent to each member of the Board at least three days prior to the time of the meeting. Regular attendance from all its members is expected at Board meetings. Board meetings should be open to the public (the outside public, or the entire congregation?), but Executive Sessions are permitted for matters requiring more confidentiality. Board meetings may be held in person, via video conference, conference call, or any hybrid combination thereof.

**§5 Fiscal Year**

The fiscal year of the Church for all business and reporting purposes shall be the twelve months ending June 30th.

**ARTICLE VI – DUTIES OF THE OFFICERS**

**§1. Board of Trustees Business**

The Board members shall preside at all business meetings of the Church. The Board shall facilitate their meetings as they see fit, either by assigned or rotating roles. The Board shall appoint all committees and task forces whose appointment is required and not otherwise provided for in the Bylaws or policies. The Board members shall be non-voting ex-officio members of all committees, with the exception of the Committee on Ministry and a Search Committee for a called minister.

**§2. Congregational Meetings and Record Keeping**

The Board shall give notice of all meetings of the Church and of the Board and shall keep an accurate record of the proceedings of said meetings, shall have custody of all books, papers and records pertaining to the administration of the Church, except such as properly belong in the custody of the Minister or other officers, shall keep a register especially provided for the purpose of recording the names of members of the Church, their dates of membership, dates of death or withdrawal together with a record of baptisms or child dedications and such other records as the Church or Board may require, and shall maintain a record of all members who have previously served as members of the Board. The Board shall report annually to the UUA as required by the UUA.

**§3. The Treasurer**

The Treasurer shall have custody of all funds of the Church except those that have been placed in the custody of special trustees or agents of the Board, shall keep an accurate record of all receipts, disbursements and bills payable, and shall make such payments as are authorized by the Board or such other officers and committees as the Board may designate, shall make an annual report to the Church and such other reports as the Church or the Board may require, shall deposit money in the name of the Church in such banks as the Board may designate, shall have custody of all insurance policies and evidences of property owned by the Church, and shall give bond with surety or sureties as may be required by the Board (the cost of such bond shall be paid by the Church). The Treasurer's accounts shall be audited at least once a year.



#### **§4. The Collector**

The Collector shall receive and pay over to the Treasurer all contributions in the form of payments on pledges, general offerings and special offerings, and shall record the same in books provided for that purpose, giving credit to each individual contributor whenever the name of the individual is known. These accounts shall be audited at least once a year. The Collector shall make an annual report to the Church and such other reports as the Church or the Board may require, and shall give bond with surety or sureties as may be required by the Board (the cost of which shall be paid by the Church.)

#### **5. Property of the Church**

The Board is responsible for the Church's property and shall have general charge of the maintenance and use of all buildings and property owned and used by the Church.

#### **§6. The Minister**

The Minister shall be responsible for the conduct of the religious services of the Church, shall attend meetings of the Board except when an executive session is required to discuss matters pertaining to misconduct of the Minister. The Minister shall be a member, ex-officio and without vote, of all committees, shall be called by a vote of the Church, and a vote of the Church shall be necessary for dismissal. When the Minister is engaged for an indefinite period of time, the relationship shall continue until at least three months after either of the contracting parties has given notice, in writing, of the desire to discontinue the relationship, unless both parties shall agree otherwise. No person shall continue as Minister of this Church unless that person is in fellowship with the Unitarian Universalist Association, or unless that person shall be accepted into said fellowship within six months after the beginning of that person's ministry in this Church, or unless the Ministerial Fellowship Committee of the Unitarian Universalist Association shall recommend otherwise.

§10. The Board members have the authority to execute contracts and other legal documents approved by the Board or by a vote of the Church pursuant to the provisions of these Bylaws. Any contract involving the sale of Real Estate or a financial transaction in excess of \$10,000 shall require two signatures, or be authorized in writing by two other members of the Board.

### **ARTICLE VII – MEETINGS OF THE CHURCH**

§1. The Annual Meeting shall be held prior to the end of each fiscal year at such time and place as the Board shall designate for the purpose of hearing reports from the Board, the officers, committees and affiliated organizations, for the election of officers, and the transaction of other business.

§2. Special meetings may be called by the Board and must be called by the Clerk upon written request of ten or more members eligible to vote. At any special meeting only such business as has been announced in the notice calling the meeting may be acted upon.

§3. Notice of all meetings shall be mailed to all members at their last known address at least ten days prior to the date of the meeting.

§4. Fifteen active members shall constitute a quorum for the transaction of business at any meeting of the Church.

## **ARTICLE VIII – AFFILIATED ORGANIZATIONS**

§1. Organizations whose purposes are in harmony with the purpose of the Church may be formed with the consent of the Church or the Board, and those now in existence may continue. They may use the facilities of the Church and shall be regarded as part of the Church. They shall report their activities at each annual meeting. If, at any time, their activities are deemed detrimental to the best interests of the Church, they may be suspended or dissolved by a two-thirds vote of the Church.

## **ARTICLE IX – DISSOLUTION**

§1. In case of dissolution of this Church, all its property, both real and personal, subject to all just and legal claims upon it, shall vest in the Unitarian Universalist Association.

## **ARTICLE X – AMENDMENT**

§1. These Bylaws may be amended at any meeting of the Church by a two-thirds vote, except that Articles II, III, IX, and X may be amended only by a four-fifths vote, and provided that the proposed amendment has been stated in the notice calling the meeting.