

# **BYLAWS    FIRST UNITARIAN UNIVERSALIST CHURCH of SPRINGFIELD, MISSOURI**

Approved on November 22, 2009

## **ARTICLE I - NAME**

- Section 1.**    The name of this church shall be the First Unitarian Universalist Church of Springfield, Missouri.
- Section 2.**    Whenever the words “church” or “congregation” are used in these Bylaws or their amendments, they shall signify the legal organization as herein established, and the phrase “a vote of the church” or any similar phrase shall mean a vote of the members of the church qualified to vote at any duly-called meeting.

## **ARTICLE II - LOCATION**

The location of the church shall be 2434 East Battlefield Road, Springfield, Missouri 65804, or at such other place as the congregation shall designate.

## **ARTICLE III - PURPOSE**

- Section 1.**    The purpose of this church is to provide a free pulpit and voice for liberal religion in Southwest Missouri, and to nurture a religious community bound by no dogma and restricted by no creed.
- Section 2.**    This church is a fellowship of seekers after truth, beauty, and goodness. We strive to be tolerant of the ideas and behavior of others. We rely on reason, individual freedom, and democracy as our methods. We join together for an understanding of our world, for cooperation with our fellow human beings, and for the betterment of our culture. We seek spiritual and intellectual growth in the individual and in the church.

## **ARTICLE IV - DENOMINATIONAL AFFILIATION**

- Section 1.**    This church shall be a member of the Unitarian Universalist Association (UUA), and of such regional conference of the UUA as the congregation shall decide.
- Section 2.**    “Fair Share” dues shall be paid each year to both the UUA and this church’s chosen regional conference, directly from the general operating budget.

## **ARTICLE V - MEMBERSHIP**

- Section 1.**    A member is any person who has attained the age of sixteen (16) years and who is in agreement with the purpose of this church, participates in a membership orientation and signs the membership book.
- Section 2.**    Membership Classification
- a)** An active member is one who is financially and/or temporally active in the affairs of the church. Only active members will have voting privileges.
  - b)** An inactive member is one who has not achieved or maintained active membership status for one (1) year.
  - c)** Former members are those persons who have been terminated for cause, been inactive for 3 years, transferred membership to another church, are deceased, or have submitted a written request for removal of membership to the president of the board or minister.

- d) In January of each year, a membership committee will review the church membership roster to determine and record membership classifications for the ensuing year.

**Section 3.** Any person who participates fully and regularly in the activities of the church without membership status shall be classified as a Friend of the Church.

**Section 4.** Membership removal for cause  
A member may be removed from membership for cause by unanimous vote of the Board of Trustees. Cause for removal from membership is exhibiting behavior inconsistent with UU principles and purposes and/or acts in such manner as to be a detriment to the life and mission of the church. If any member is removed for cause may reapply for membership restoration directly to the board after 3 years from date of removal.

## **ARTICLE VI – MEETINGS**

**Section 1.** There shall be two (2) regular congregational meetings each year: the spring meeting to be held by the last Sunday in May, and the Fall meeting to be held by the third Sunday in November. Both shall be scheduled at such time and place as fixed by the Board of Trustees. Special meetings may be called by the Board of Trustees or upon a written petition to the Board of fifteen percent (15%) of the members.

**Section 2.** Every member of the church shall be notified by mail of the time, place, and purpose of each regular and special meeting no fewer than five (5) days prior to the time of such meeting. Notification of each meeting shall be posted on a designated bulletin board in the meeting house at least ten (10) days prior to the meeting.

**Section 3.** A quorum shall consist of twenty-five percent (25%) of the membership. A majority vote of the members present shall decide any question unless these Bylaws or Robert's Rules of Order specify differently.

**Section 4.** Except in cases of conflict with these Bylaws, the latest edition of Robert's Rules of Order, Newly Revised shall be the authority for procedures at congregational meetings, and shall serve as guide for meetings of the Board of Trustees and of all committees of the church. The President may appoint a parliamentarian to advise and assist in conducting the meetings.

**Section 5.** The provisions for regular and special congregational meetings notwithstanding, the Board may act upon a proposal or resolution touching generally upon issues for which a resolution of the Unitarian Universalist Association exists. The proposal or resolution shall be presented to the Board by a petition or request signed by at least twenty-five (25) members of the congregation, and shall be disposed of under one of the following:

- (a) if a majority of the Board members fails to approve the proposal or resolution, it shall be considered defeated.
- (b) if a majority approves the proposal or resolution, but two or more Board members vote in dissent, then the issue shall be presented and voted upon at the next congregational meeting.
- (c) if Board approval is unanimous, or one Board member votes in dissent, then the issue shall be considered to have passed and a public statement may be made, or resolution issued; but such Board approval shall in any event be presented for ratification by membership at the next congregational meeting.

## ARTICLE VII - FISCAL YEAR

The fiscal year of the church shall be determined by the Board and approved by the congregation. The Board, assisted by the President and the Planning and Finance Committee, shall develop a budget for the forthcoming fiscal year and present it to the congregation for adoption at the congregational meeting preceding the end of one fiscal year and the start of the next. (4)

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## ARTICLE VIII - BOARD OF TRUSTEES

### Section 1. Membership

- A. The Board of Trustees shall consist of seven (7) voting members:
- \* Four Trustee-Officers:  
PRESIDENT, VICE PRESIDENT, TREASURER, FINANCIAL SECRETARY
  - \* Three committee chairs:  
CHAIRPERSON OF SHARED MINISTRY,  
CHAIRPERSON OF MEMBERSHIP  
CHAIRPERSON OF RELIGIOUS EDUCATION
- B. The Board of Trustees shall have two non-voting participants:
- \*PRESIDENT ELECT
  - \*RECORDING SECRETARY
- C. The minister shall sit on the Board of Trustees ex-officio

### Section 2. The Executive Committee

- A. The EXECUTIVE COMMITTEE of the Board of Trustees shall consist of three Trustees:  
PRESIDENT, VICE PRESIDENT and TREASURER with support from the RECORDING SECRETARY as desired
- B. The Executive Committee meetings shall be closed except for special invitation.

### Section 3. Board of Trustee Responsibilities

The Board of Trustees shall be accountable to the congregation at large, responsible for the CHURCH POLILCY MANUAL including such leadership functions as financial development, management procedures and operational program oversight. These functions are assigned to assure the stability of the church and include the authority to delegate authority and responsibility; however, no contract involving expenditure of money exceeding two thousand dollars (\$2,000) shall be made without the affirmative vote of a meeting of the Church membership. *The sole exception to this limit shall be in response to an emergency which threatens the well-being of the church, as in the case of a natural disaster when quick action is required to preserve the property. In such a case, the board president, in consultation with at least two other board members, may make necessary immediate expenditures up to \$5000 to preserve and protect the property of the church subject to congregational review.*

Additional and more detailed duties and responsibilities of the Board of Trustees and the Executive Committee shall be maintained in a CHURCH POLICY MANUAL.

## Section 4. Duties and Terms of Trustee-Officers

A. The terms of all elected members of the Board of Trustees are to be staggered to ensure continuity of Board membership for effective church leadership and administrative procedures. All elected members of the Board of Trustees and the Recording Secretary shall be active members of the church. Additional and more detailed duties and responsibilities of Trustees-Officers shall be included in a CHURCH POLICY MANUAL.

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B. **President**— shall have voice and voting privilege. The President shall automatically succeed to a term of 2 years following election and one year of service as President Elect. The President shall: \*preside over all congregational and Board meetings \*prepare a written agenda for such meetings and ensure that proper notice of meetings is given to all prospective participants \*lead the Board in prioritizing projects and resources \*have signature authority for all contracts and bank accounts on behalf of the church \*communicate regularly with the congregation through announcements in church publications \*participate in ceremonies of the church \*ensure the annual budget is prepared in a timely manner for presentation to the congregation \*represent the congregation's best interest based on a general overview of the entire church and \*serve as an *ex officio* member (without vote) on all committees except the Nominating Committee and Committee On Shared Ministry.

Vacancy in the position of President shall be immediately filled by the Vice-President to complete the unexpired Presidential term. The vacant Vice-President position will be filled in keeping with the vacancy guidelines of Section 5...

C. **President Elect**— shall have voice without voting privilege. The President-Elect is to be elected by the congregation in even numbered years to serve a term of one year beginning on January 1 following the year of election and then to succeed as President for the ensuing two years. The duties of the President-Elect include attending all Board and congregational meetings, conducting an annual review including update recommendations for the CHURCH POLICY MANUAL, evaluate the organizational and operational functions of the church for compliance with the Bylaws and communicate suggested changes in By-Laws or procedures to the Board and other duties as assigned by the President.

D. **Vice-President**- shall have voice and voting privilege and is to be elected by the congregation in odd-numbered years for a term of two (2) years. The Vic- President shall: \*act in place of the President when the President is unavailable including assuming the position of President should that position become vacant \*attend all Board and congregational meetings \*provide Board coordination in long-range planning \*act as Board liaison to all committees and task forces established in Article IX of these By-Laws including communicating committee projects, budget designs and programs to the Board and perform other duties assigned by the President.

E. **RECORDING SECRETARY**— shall have no voice, Trustee standing or voting privilege. The Recording Secretary is to be recruited by the President in odd years, confirmed by the Board of Trustees prior to the beginning of the first year of service, shall serve a term in sequence with that of the President and shall not serve consecutive terms. The Recorder of Minutes shall: \*take minutes for each Congregational and Board meeting \*distribute and post approved minutes on a church bulletin board within two (2) weeks following each meeting of the Congregation and Board \*publish meeting notices in church publications, and \*file an official corrected copy of each set of minutes in the church office. Vacancy in the position of Recorder of Minutes shall be filled by Presidential appointment with Board confirmation for the unexpired term.

**F. Treasurer-** shall have voice and voting privilege and is to be elected by the congregation in even-numbered years for a term of two (2) years. The Treasurer shall: \*attend all congregational and Board meetings \*act as chief financial officer for the congregation and Board \*carry out financial decisions of the congregation and Board \*present a monthly financial report at regular Board meetings and for publication by the Church Administrator, and \*provide semi-annual financial reports at the spring and fall congregational meetings. The Treasurer shall: \*ensure annual renewal of the church's business license \*keep a complete account of the operating finances of the church in a set of books which shall remain the property of the church and (except for individual donation records) be open for inspection by any member of the church. At the option of the Board the Treasurer may be bonded in the amount of five thousand dollars (\$5,000). The Treasurer shall serve as a consultant in the preparation of the annual church budget.

**G. Financial Secretary-** shall have voice and voting privilege and is to be elected by the congregation in odd-numbered years for a term of two (2) years. Financial Secretary shall: post and maintain all annual estimate of giving/pledge commitments and records of estimate/pledge satisfaction \*utilize computer technology located and maintained in the church office to ensure all financial record keeping is carried out in the church facility \*ensure all pledge/estimate commitments and their satisfaction records are coordinated with but maintained separately from the Church Administrator's cash receiving, recording, depositing and distribution record keeping \*ensure confidentiality of all member and friend commitments and giving records \*prepare and mail mid-year and end-of-year reports of giving to all donors identifying gifts to the general operating programs of the church as well as special project gifts and donations \*identify changes in giving patterns and report same to the Minister and President to identify concerns pro-actively \*with consultation of the Treasurer, President and Vice-President of the Board prepare the annual church budget and coordinate the budget process with the Program Funding Committee (formerly the Budget and Finance Committee) and the Board and perform other duties assigned by the President.

**H. Chairperson of Committee on Shared Ministry-** shall have voice and voting privilege and is to be elected by the congregation in even-numbered years for a term of two (2) years. The chairperson shall: \*attend all board and congregational meetings \*oversee assembling the committee in keeping with Article XI of these By-Laws \*ensure that current written operational policies and job descriptions are maintained in the CHURCH POLICY MANUAL for openness and review by the congregation, and \*provide leadership for this administrative committee which is responsible to function as the Human Resource agent for all employed church staff and perform other duties as assigned by the President.

**I. Chairperson of Membership Committee-** shall have voice and voting privilege and is to be elected by the congregation in odd-numbered years for a term of two (2) years. The chairperson shall: \*attend all board and congregational meetings \*assemble the Membership Committee membership \*ensure written policies for duties and responsibilities of the committee are maintained in the CHURCH POLICY MANUAL for openness and review by the congregation \*provide leadership for this administrative committee which is responsible for ensuring an annual review of membership including determination of membership status in keeping with Article V of these By-Laws is made available for the congregation and for denominational reporting \*ensuring procedures for the care and nurture of the church membership and other duties as assigned by the President.

**II. Chairperson of Religious Education Committee** shall have voice and voting privilege and is to be elected by the congregation in even-numbered years for a term of two (2) years. The chairperson shall: \*attend all board and congregational meetings \*assemble the Religious Education Committee membership \*ensure written policies for duties and responsibilities of the committee are maintained in the CHURCH POLICY MANUAL for openness and review, \*ensure a viable religious education program for children and youth, adults and families is provided for the members and friends of the church and perform other duties as assigned by the President. The Chairperson shall:

\*when the church has both a minister and Director of Religious Education on staff with the DRE reporting to the minister, the Chairperson shall be responsible for providing regular reports from the DRE to the Board and for providing regular reviews of the religious education program in general to the Board. Regular Board attendance shall not be included in the DRE job description.

\*when the church is without a minister or when the church is being served by an interim minister and has a DRE on staff, the Committee On Shared Ministry shall serve as the DRE supervisor with the Chairperson being responsible for providing regular reports from the DRE to the Board and for providing regular reviews of the religious education program in general to the Board. Regular Board attendance shall not be included in the DRE job description.

\*when the church is without a Director of Religious Education the Chairperson shall spread the DRE duties among committee members and church members at large and make regular reports and reviews of the religious education program in general to the Board of Trustees

**Section 5.** All vacancies except President and Recording Secretary of the Board of Trustees shall be filled by the Nominating Committee presenting a candidate to fill the unexpired term by congregational election at a special called congregational meeting. Vacancies creating an unexpired terms within six months of a regularly scheduled congregational meeting may be left unfilled until the regularly scheduled congregational meeting at the discretion of the Board of Trustees. Election to fill an unexpired term shall not be considered a full term when determining consecutive terms in office.

**Section 6.** No person shall serve on the Board of Trustees for more than six (6) consecutive years, but after two (2) years off the Board, shall again be eligible for election.

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**Section 7.** The President may declare a Board position vacant when a Board member misses three (3) meetings in a year.

**Section 8.** Newly elected Board members shall be invited to attend the regular December meeting of the Board as non-voting participants.

**Section 9. Meetings:**

A. Regular monthly meetings of the Board of Trustees shall be held, with announcement of the date and time made to the membership of the Church at least five (5) days prior. Any church member may attend Board meetings as an observer.

B. Persons seeking to make a presentation to the Board of Trustees shall request space on the Board agenda from the President.

C. Special meetings of the Board of Trustees may be called by the President or any two (2) Board members acting in conjunction, with announcement of the date and time made to the membership of the Church at least five (5) days prior. Any church member may attend special Board meetings as an observer.

- D. At the meetings of the Board of Trustees, a majority (one-1) more than half (1/2) of the Board shall constitute a quorum, and a simple majority vote of the members present shall be required to approve any motion or resolution.

## ARTICLE IX – COMMITTEES

### Section 1. STANDING COMMITTEES:

- A. Buildings and Grounds
- B. Budget and Fund-Raising
- C. Religious Education Liaison
- D. Social Action and Denominational Affairs

### Section 2. STANDING COMMITTEE CHAIRPERSONS AND COMMITTEE MEMBERSHIP:

- A. Chairpersons nominated and elected by the Board of Trustees in the fall of each year for the Ensuing operational year.
- B. Limits on consecutive year terms
- C. Committee membership shall be recruited by the chairperson as desired and required for effective committee function

### Section 3. SPECIAL COMMITTEES:

- A. Defined as tasked for responsibility longer than one fiscal year – long-range planning, Permanent Fund Management and Planned Giving Program, Ministerial Search
- B. Chairperson and committee makeup

### Section 4. TASK FORCE:

- A. Defined as tasked for a short term (6 months) responsibility, i.e. Boiler Replacement Task Force, Landscaping, etc.

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### Section 5.

**Section 7.** The purposes of the **Building and Grounds Committee** shall include but not be limited to: maintenance and repair of the building; maintenance of the grounds, including snow removal and lawn mowing; landscaping; preservation of the architectural and structural integrity of the building and property by overseeing and coordinating any changes; and management of rentals of the building.

**Section 8.** The purposes of the **Budget and Fundraising Committee** shall include but not be limited to: working with the President to plan the budget; conducting an annual canvass of members to fund the operations of the Church; with the Board, presenting a balanced budget for approval at the **May(1)** Congregational meeting; with the President and Vice-President, identifying and developing sources of revenue in addition to the annual canvass; and arranging for periodic auditing of the financial records of the Church.

### Section 9.

**Section 10.** The purposes of the **Social Actions and Denominational Connections Committee** shall include but not be limited to: promoting the Church's participation in SWUUC and in the UUA activities to establish and maintain a strong denominational identity for the congregation and its individual members; publicizing the activities of the Church in the local community and through the Church's web site; reaching out to others beyond the membership through community service activities; welcoming Church visitors, friends, and members; maintaining contact with members and friends of this church who may be in need of emotional or social support; and providing information about this Church and the UU denomination to those who inquire.

**Section 11.**

## **ARTICLE X - NOMINATING COMMITTEE**

**Section 1.** The **Nominating Committee** shall prepare a ballot listing nominations of the officers, trustees, and the three (3) members of the Nominating Committee, to be voted upon at the fall congregational meeting. Space shall be provided on such ballots for additional nominations from the floor. Any name to be placed in nomination from the floor shall be with written consent of the nominee. The Nomination Committee shall post or publish a list of its nominations not less than ten (10) days prior to the date of the fall meeting.

**Section 2.** Throughout the year, the Nominating Committee shall also make nominations to the Board of Trustees to fill Board or committee chair vacancies.

**Section 3.** The Nominating Committee shall consist of five (5) members: three (3) members to be elected at the fall congregational meeting for the forthcoming year and two (2) members to be appointed by the Board of Trustees at the January meeting of the Board. At least one (1) of the Board appointees shall be a member of the Board. A vacancy on the Nominating Committee of members elected by the congregation shall be filled by election at the next congregational meeting. Vacancies on the Nominating Committee of members appointed by the Board shall be filled by Board appointment at the next Board meeting.

**Section 4.** The first meeting of the Nominating Committee shall be held within two (2) weeks of the Board appointments to the Nominating Committee. This meeting shall be called by a member delegated as chair *pro tem* by the President of the Board. The primary purpose of this meeting shall be to elect a chair. Thereafter, the chair may call meetings of the Nominating Committee at any time. Should the chair become vacant or inactive, a meeting to replace the chair may be called by any two (2) members of the committee.

## **ARTICLE XI- COMMITTEE ON SHARED (3) MINISTRY**

**Section 1.** The **Committee on Shared Ministry** shall consist of five (5) members: two (2) members will be selected by the Board from a list submitted by the Minister and three (3) members will be elected by the Board. Members will serve three (3)-year terms; no member shall serve consecutive terms. Terms will be staggered to ensure continuity within the committee.

**Section 2.** The **functions of the Committee on Shared Ministry** are to support the ministry of the church and to serve as a channel of communication between the minister and congregants. To these ends, the Committee is charged with the following: to aid the minister in conducting an effective ministry as part of the larger ministry of the congregation as a whole; to keep the minister advised of conditions within the congregation as they affect relationships between the minister and members, with the main goal being to strengthen and improve these relationships; to continually interpret to the congregation the nature and scope of the work of the minister, including a



clarification of role expectations and relative priorities for the minister and members; to consult with the minister and submit an annual compensation recommendation to the Board not later than April of each year; and to work with the minister in his or her continuing education programs, sabbatical planning, and other professional development.

**Section 3.** The Committee on *Shared Ministry* will meet at least quarterly.

## **ARTICLE XII- MINISTER**

**Section 1.** The **Minister** shall have freedom of the pulpit, as well as freedom to express opinion outside the pulpit, and shall be considered to have indefinite tenure. Duties and obligations of the minister shall include, but not be limited to: conducting worship; providing pastoral care; performing ceremonies traditionally the prerogative of the minister; participating in community affairs; participating in national and regional denominational affairs; and participating as an *ex officio* member without the right to vote, of the Board of Trustees and of all committees except a pulpit search committee and the Nominating Committee.

**Section 2.** Recommendation of a new minister shall be made by a pulpit search committee of not less than five (5) members appointed and charged by the Board of Trustees.

**Section 3.** Any minister considered shall be in full fellowship with the UUA and shall agree to be guided by the Unitarian Universalist Minister's Association Code of Ethics. Election of the minister shall be by three-fourths (3/4) vote of the members of the church present at any meeting called for that purpose.

**Section 4.** The minister shall give three (3) months' notice of resignation. The minister may be dismissed by two-thirds (2/3) vote of the members of the church present at any meeting called for that purpose; in this event, the minister's salary shall be continued for three (3) months after the date of the affirmative dismissal notice.

## **ARTICLE XIII- AMENDMENTS AND REVISIONS**

These Bylaws may be amended or revised at any duly-called business meeting of the Church by two-thirds (2/3) vote of members present and voting. Notice of any proposed change shall be contained in the notice of the meeting.

## **ARTICLE XIV – DISSOLUTION**

Should the church cease to function and the membership vote to disband, any accrued assets of the church shall be assigned to the Unitarian Universalist Association.

## **PROCEEDURAL CHANGE – May 15, 2011**

Will St Clair moved and Ann Morris seconded a motion that allows the congregation to elect to receive all information by electronic distribution, to be effective immediately. Motion passed unanimously.

## **BYLAW CHANGES**

(1) **Article XI, Section 8:** Changed the month for the budget to be presented from November to May. Adapted at 11/08 Congregational Meeting.

(2) **Article VIII, Section 2:** Paragraph added after...”expenditure of money exceeding two thousand dollars (\$2000) shall be made without the affirmative vote of a meeting of the Church membership.” Adapted at 11/09 Congregational Meeting

(3) **Article XI, Sections 1, 2, 3:** Committee on Ministry changed to **Committee on Shared Ministry**. Adapted at 11/09 Congregational Meeting.

(4) The **fiscal year was changed** from 07/01-06/30 to 01/01 – 12/31. Congregational Meeting 05/15/11

(5) **Article V, Section 1:** A member is any person who has attained the age of sixteen (16) years and who is in agreement with the purpose of this church, participates in a membership orientation and signs the membership book. Adapted at Congregational Meeting 05/14

(6) **Article V, Section 2:** Membership Classification

- a) An active member is one who is financially and/or temporally active in the affairs of the church. Only active members will have voting privileges.
  - b) An inactive member is one who has not achieved or maintained active membership status for one (1) year.
  - c) Former members are those persons who have been terminated for cause, been inactive for 3 years, transferred membership to another church, are deceased, or have submitted a written request for removal of membership to the president of the board or minister.
  - d) In January of each year, a membership committee will review the church membership roster to determine and record membership classifications for the ensuing year.
- Adapted at Congregational Meeting 05/14

(7) **Article V, Section 3:** Any person who participates fully and regularly in the activities of the church without membership status shall be classified a Friend of the church. Adapted at Congregational Meeting 05/14

(8) **Article V, Section 4:** Membership removal for cause

A member may be removed from membership for cause by unanimous vote of the Board of Trustees. Cause for removal from membership is exhibiting behavior inconsistent with UU principles and purposes and/or acts in such manner as to be a detriment to the life and mission of the church. If any member is removed for cause may reapply for membership restoration directly to the board after 3 years from date of removal. Adapted at Congregational Meeting 05/14