

# Draft

# Bylaws

**The Unitarian Universalist  
Church in Meriden**

REVISED May 21, 2023

# THE BYLAWS OF THE UNITARIAN UNIVERSALIST CHURCH IN MERIDEN

## INDEX

### **ARTICLE I - Name and Definition**

1. Legal name and precedent
2. Definition of terms
3. Non-discrimination statement

### **ARTICLE II - Purpose**

1. Purpose of the Church

### **ARTICLE III - Government and Affiliation**

1. Type of Government
2. Denominational affiliation

### **ARTICLE IV - Membership**

1. Requirements for membership
2. Becoming a member
3. Categories of membership
4. Voluntary termination of membership
5. Board review of active member status

### **ARTICLE V - Administration**

1. Board of Trustees
2. Term limits and vacancies
3. Board of Trustees meetings
4. Fiscal year
5. Committees

### **ARTICLE VI - Duties of the Officers**

1. Officers
2. Duties of President
3. Duties of Vice President
4. Duties of Treasurer
5. Duties of Secretary
6. Church Property

**ARTICLE VII - The Minister**

1. Duties of Minister
2. Ministers standing with the UUA/UUMA
3. Called Minister
4. Non-called Minister
5. Resignation
6. Dismissal

**ARTICLE VIII - Congregational Meetings**

1. Regular Annual Meeting
2. Special Congregational Meetings
3. Notification of members
4. Quorum for meetings

**ARTICLE IX- Affiliated Organizations**

1. Requirements and responsibilities

**ARTICLE X - Dissolution**

1. Disposition of property

**ARTICLE XI - Amendment**

1. Requirements for amendment

# BYLAWS

## ARTICLE I – NAME PRECEDENT AND DEFINITION

Section 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.

Section 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.

Section 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

Section 1. The purpose of this Church shall be to provide for its members and their family 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

Section 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.

Section 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

**Section 1.** Any person who is at least 18 years of age and is in harmony with the purpose of this Church as stated in Article II and has successfully completed the Church’s new-member orientation program, or 16 years of age and has successfully completed the Church’s

Coming of Age program, 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.

## **Section 2. Becoming a Member of the Church**

Signing the Membership Book is an act of personal and public commitment to the life and work of this church and to the religious tradition in which it stands. It entails privileges, responsibilities, and a variety of personal meanings.

## **Section 3. Categories of Membership**

### **Active Member**

Active membership entails:

Regular involvement in Church activities—the type of involvement can vary.

Volunteering in some manner to support the work and well-being of the Church community.

Making a pledge of ongoing financial support at an affordable level.

An exception to this category is members who have been forced to step back due to extenuating circumstances, such as health, age, or government service, but are still committed to the Church. In that case they will retain the status of active member.

Active members may vote in the business and decisions of the Church.

### **Supporting/Honorary members**

People who have a connection with the Church but are not actively involved with Church activities for a period of two years may be designated as supportive or honorary members of the congregation by the Board of Trustees.

Supporting/honorary members may not vote in the business and decisions of the Church.

## **Section 4. Voluntary termination of membership**

A member may voluntarily terminate membership by filing a letter of resignation with the Board of Trustees.

The Membership Register shall be kept in the Church office.

## **Section 5. Board review of active member status**

Three months prior to the end of each fiscal year, the Membership Committee or individual(s) appointed by the Board will review the Membership Directory and determine if a change in category is necessary for each member. Their findings will be reported to the Board of Trustees.

## ARTICLE V – ADMINISTRATION

### Section 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 four (4) members elected by the congregation and shall serve for up to three two-year terms (i.e., six years). Individuals serving on the Board must be active members of the congregation in good standing.

Individuals serving on the Board must be able to use current technology for Church business.

The size of the Board shall be determined by the membership size of the congregation. Up to 75 members, the Board shall consist of four (4) members: a President, Vice President, Secretary, and Treasurer, with at-large members added as the size of the congregation increases. One member at-large will be added to the Board for each additional 25 members, to be elected at the Annual Meeting.

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 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 same to the Church.

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.

The President, Vice President, and Treasurer shall be the authorized signatories on all monetary accounts of the Church as authorized by the Board. The Board may add additional signatories as they deem appropriate.

### Section 2. Term Limits and Vacancies

Any person who has served as a member of the Board for six consecutive years shall not be eligible for re-election for a period of two 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.

### **Section 3. Board of Trustees Meetings**

The Board shall hold regularly scheduled meetings at such time and place as it may decide. It shall not hold fewer 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 **shall** be open to Church members, who may speak but not vote, 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.

### **Section 4. Fiscal Year**

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

### **Section 5. Committees**

**Standing Committees** shall be elected by the congregation. The Board may appoint other committees as it deems necessary. All committees shall report to the Board at the time and in the form determined by the Board. Unless otherwise prohibited in these Bylaws, membership on all committees shall be open to everyone involved in the Church. Chairpersons of committees must be active, voting members. The Board may organize the committees as it determines will best meet the changing needs of the Church.

#### **Standing Committees**

**Search Committee** - A Ministerial Search Committee shall be elected by the congregation when necessary. Rules and procedures concerning the committee's composition and operation shall be approved by the congregation at a meeting at which election of the Committee is its purpose. The only restrictions shall be that Board members and employees of the Church shall not serve on the Search Committee.

**Committee on Ministry** - The Committee on Ministry shall be elected by the congregation at the same time as the Board, and its size shall mirror the size of the Board. The Committee on Ministry is charged with the health and vitality of all ministries of the Church. The Committee shall help all committees set goals and evaluate the performance of Church ministries. Board members shall not concurrently serve on the Committee on Ministry.

## ARTICLE VI – DUTIES OF THE OFFICERS

### Section 1. Board of Trustees Business

The Officers of the congregation shall consist of the President, Vice President, Secretary, and Treasurer. The Board members shall preside at all business meetings of the Church.

**Section 2. The President** shall be responsible for ensuring the facilitation of all Congregational and Board meetings and shall perform such other duties as usually pertain to that office. The President shall be a member, ex officio and without vote, of all Committees.

**Section 3. The Vice President** shall perform the customary duties of that office and such other duties as the President may direct.

**Section 4. The Secretary** shall give notice of all Congregational Meetings and Board of Trustees meetings and keep in full the minutes of their proceedings. The Secretary shall ensure that all records and statistics are kept on file and perform such other duties as are incidental to the office.

**Section 5. The Treasurer** shall ensure that full and accurate records of receipts and disbursements are kept in records belonging to the Church. The Treasurer shall ensure that financial statements and reports are submitted for each Board meeting, in addition to the budget and report submitted for the Annual Congregational Meeting. If the Board requires bonding of the treasurer, the cost shall be borne by the Church..

### Section 6. 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.

## ARTICLE VII The Minister

**Section 1.** The Minister and the members of the Church share the responsibility for the Church and its spiritual interests and activities. The Church looks to its Minister(s) for assistance in articulating the Unitarian Universalist tradition and the Church's particular incarnation of that tradition. The minister provides spiritual leadership and assistance in setting and articulating our congregation's mission and vision, and for accomplishing its goals by providing professional, inspired administration of the Church. The Minister has the decisive responsibility for all services of worship conducted on Church premises. This includes religious rituals such as weddings, dedications, and memorials. It is a basic premise of this Church that any Minister has freedom of the pulpit - the right to express personal views and values when in the pulpit or through any other means of communication. The particular tasks and duties of the Minister may vary according to agreements reached with the Board and according to the level of call or agreement with the Church if less than full time. The Minister shall provide pastoral care as needed. The Minister shall be encouraged to participate in those activities that enhance the Church's presence in the community as a



liberally religious, socially responsible organization and shall be encouraged to increase the Church's awareness of these outside activities. The Minister shall be chief of staff and supervise all Church staff and programs. The Minister is an ex-officio member of the Board and all committees with the exception of the Ministerial Search Committee. The Minister shall bring to the attention of the Board any matters that seem pertinent to the general welfare of the Church and shall advise the Board with reference to Church policy, but the final decisions remain with the Board as set forth in these Bylaws and as directed by meetings of the Church.

**Section 2.** Any minister called or contracted by the Church shall have (or receive during their first year) Ministerial Fellowship with the Unitarian Universalist Association (UUA) and the Unitarian Universalist Ministers Association (UUMA) and be in good standing with the Unitarian Universalist Association Ministerial Fellowship Committee.

**Section 3.** A Called Minister of the Church shall be selected by a vote of those members voting in person at a Congregational Meeting called for such purpose. Half (50%+1) of the Voting Members in good standing shall constitute a quorum at such a Congregational Meeting.

**Section 4.** Any non-called minister shall be hired by a majority vote of the Board.

**Section 5.** Resignation - The Minister shall give at least ninety (90) days' notice in writing in hard copy to the Board of their resignation or retirement.

**Section 6.** A. Dismissal of a called Minister shall be at a Special Congregational Meeting called for that purpose. This meeting shall be called by the Board only upon the written request signed by at least twenty-five percent (25%) of the voting members. Notice of the meeting shall be only by letter sent to the members. No notice shall be placed in the official Church newsletter or read from the pulpit. The Minister shall be invited to speak at this meeting. A quorum for this meeting and its vote shall be half+1 (50%+1) of voting members in good standing. Dismissal shall be by a majority vote of voting members voting.

Dismissal of a non-called Minister shall be by 90 days' written notice in hard copy from the Board.

In the event of dismissal or resignation of the Minister, both the congregation and the Minister will abide by these Bylaws, the call agreement or contract between them, and the current rules and norms of the UUA.

**Section 7.** The Minister 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.

## **ARTICLE VIII – Congregational Meetings**

**Section 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.

**Section 2.** Special meetings may be called by the Board and must be called by the secretary upon written request of at least twenty-five percent (25%) of 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.

**Section 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.

**Section 4.** Thirty-three percent (33%) of the membership shall constitute a quorum for the transaction of business at any meeting of the Church.

**Section 5. Special voting situations**

In matters involving the sale of real estate or a purchase requiring a withdrawal of invested funds in excess of 10 percent (10%) of the value of the total invested funds of the Church, approval of such transactions shall require a two-thirds vote of the members present qualified to vote.

**Section 6.** The Board may determine that one or more members may attend and be counted as present at a Congregational Meeting by telecommunication. However, no member shall be counted present at a Congregational Meeting unless that member can hear and be heard by all other members attending the meeting in person or by telecommunication.

**ARTICLE IX – AFFILIATED ORGANIZATIONS**

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 X – DISSOLUTION**

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 XI – AMENDMENT**

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

## REVISION HISTORY

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