

BYLAWS of the Unitarian Church of Norfolk

Bylaws Revision Adopted:
January 21, 2018

1.0 NAME AND AFFILIATION

The name of this religious society is the Unitarian Church of Norfolk (Unitarian Universalist).

This church is a member of the Unitarian Universalist Association (UUA) and its Southern Region.

2.0 PURPOSE

We are a community united in a common search for religious meaning in our communal and individual lives. Ours is a church free from dogma and creed, practicing and preserving freedom of the pulpit, and devoted to the use of reason, feeling, and compassion in exploring all areas of religious experience. Ours is a society devoted to this search and obligated to promote those guarantees which make such a search possible.

We affirm the worth of all human beings. We trust people's ability to build their own faith. We seek to encourage people to think for themselves. We recognize that people will differ in their opinions and life styles and feel that these differences generally should be honored, for each person is the final source of authority for his or her own life.

We exist to offer a warm, open, supportive community. We want to provide a place where individuals can meet and find accepting and understanding friends. We look to each other for intellectual stimulation and emotional support through all the stages and difficulties of life.

We seek to act as a moral force in the world, believing that ethical living is the supreme witness of religion. We are deeply concerned about the effects of our current action on future generations. We seek to promote one universal humanity, undivided by arbitrary classifications or superficial traits, with allegiance to the cause of a united world community.

By recognizing our human shortcomings, we unite in the hope that in working together we may come closer to realizing these ideals.

3.0 ULTIMATE AUTHORITY AND DEMOCRATIC PROCESS

The members of this church, meeting as a congregation, shall have final governing power and are the ultimate authority of this church. We believe in the necessity of the democratic process.

Records are open to scrutiny, elections are open to members, and ideas are open for discussion so that we might govern ourselves in accordance with these bylaws.

4.0 POLICIES AND PROCEDURES

The Board of Directors has the authority to adopt policies and procedures consistent with these bylaws in order to carry on business of the church. Supporting details describing these practices will be contained in the Unitarian Church of Norfolk (UCN) Policies and Procedures Manual

(PPM), which will be maintained and kept current. The PPM will be maintained electronically and available on the church's website.

5.0 AFFILIATION

5.1 Non-Discrimination and Freedom of Belief: There shall be no discrimination, for any level of affiliation, on the basis of race, gender, ethnicity, sexual identity, or sexual orientation. Neither shall there be, for any level of affiliation, any creedal test, express or implied.

5.2 Levels of Affiliation: Affiliation shall have two levels: member and friend.

5.3 Members: A member in good standing is a person, sixteen (16) years or older, who has signed the membership book; participates in church activities; and has made and is fulfilling a current annual pledge. The participation and pledge requirements may be waived through a process that will be established by the Board of Directors following discussion at one or more congregational forums. The approved process will be stated in the PPM.

5.3.1 Members' Opportunities for Leadership: Any member in good standing may attend open meetings of any committee and any board meeting except for executive sessions.

Members of the following committees must be members in good standing: DRE Support Committee, Finance Committee, Membership Committee, Ministerial Selection Committee, Committee on Ministries, Nominating Committee, Personnel Committee, Policies and Procedures Manual (PPM) Committee, and Stewardship Committee. The above restriction does not apply to any person on these committees at the time when the congregation approves this amendment. The Board has the right to appoint a friend in the event that no member in good standing is available.

In order to be a committee chair or coordinator of the ushers and greeters one must be a member in good standing. The above restriction does not apply to any person in these positions at the time when the congregation

approves this amendment. The Board has the right to appoint a friend in the event that no member in good standing is available.

Nominees for the Board of Directors must have been members of the congregation for at least one (1) year prior to the date of the yearly election meeting at which they are elected unless this restriction is waived by a two-thirds (2/3) vote of the congregation. All members of the Board of Directors must be members of the congregation in good standing.

5.4 Friends: A friend is a person who may or may not participate in church activities and has made and is fulfilling a current annual pledge.

5.5 Resignation: A member may resign at any time by written communication to the Board of Directors.

6.0 BUSINESS OF THE CONGREGATION

6.1 Fiscal Year and Terms of Office: The fiscal year shall run from July 1 to June 30. The terms of office of the Board of Directors and of all committees without term of office otherwise specified shall run from July 1 to June 30. Elections will be held prior to May 1st each year at a yearly election meeting.

6.2 Annual Meeting: The annual meeting of the congregation shall be held each year between May 1 and June 15. The business of the annual meeting shall include approval of the operating budget and congregationally elected committees.

6.3 Special Congregational Meetings: Meetings in addition to the annual meeting may be called to complete business that requires congregational approval. The President, Minister, Board or twenty (20) percent of members (on written notice to the President) can secure the calling of a special congregational meeting. Notice of a special congregational meeting shall be mailed at least ten (10) days in advance of the meeting date. Notice for special meetings must state the business to be considered and no unrelated business may be brought up at such a special meeting. [See also provisions for public stands (article 6.6) and amendments to the bylaws (article 11.0).]

6.4 Voting: Twenty percent (20%) of the members in good standing constitutes a quorum at any congregational meeting, except as provided for in article 6.6.4. Only persons who have been members for at least thirty (30) days prior to the meeting date and are members in good standing may vote at any congregational meeting. Majority vote shall determine the decision-making outcome except for bylaws amendments, public stands, and

ministerial selection. If no candidate for an elected position receives a majority, a run-off election will be held. Bylaws amendments require a two-thirds (2/3), and ministerial selection and public stands require a three-fourths (3/4) affirmative vote of the members voting.

Absentee ballots may be used for issues requiring affirmative or negative responses. Eligible individuals are required to have been members for at least thirty (30) days prior to the meeting date and to be members in good standing. In anticipation of absence from an annual or special meeting, the member may obtain an absentee ballot from the Office Administrator.

The completed ballot must be returned to the Office Administrator prior to the counting date and time. Absentee ballots shall be available by request from the Office Administrator two weeks prior to the meeting date.

6.5 Legal Directors: The congregation shall elect Legal Directors as defined and required by the statutes of the Commonwealth of Virginia.

6.6 Public Stands: A public stand is a resolution carrying the endorsement of the church as a whole in a matter to be presented to the general public. Public stands shall be coordinated by the Social Justice Committee.

6.6.1 Selection of Issues: Upon receipt of a written petition signed by at least twenty (20) percent of the members of the congregation, the President shall call a special congregational meeting in accordance with the procedures of articles 6.3 and 6.4. Notice of the meeting shall include the text of the resolution to be considered for public stand. Statements for (and against, if applicable) the stand shall be obtained from proponents (and opponents, if applicable) and included with the notice of the meeting.

6.6.2 Hearing on Issues: The special congregational meeting shall be used as a hearing on the issue being considered for public stand. The moderator shall ensure that equal and appropriate time is afforded proponents and opponents of the public stand. No vote on the proposed stand will be taken at the hearing.

6.6.3 Voting on Public Stands: No earlier than one (1) week following the hearing on the issue, a second meeting to vote on the resolution for public stand will be convened. The resolution must receive a three-fourths (3/4) affirmative vote in order to be made a public stand.

6.6.4 Modification of Procedures: The procedures in 6.6.2 and 6.6.3 may be modified for expediency by a three-fourths (3/4) affirmative vote of a double quorum – i.e. forty percent (40%) of the members in good standing.

6.7 Parliamentary Procedure: Roberts Rules of Order Newly Revised is the procedural manual to be used at any congregational or board meeting as a reference to resolve decision-making disagreements.

7.0 BOARD OF Directors

7.1 Responsibility: The Board of Directors has responsibility for managing the affairs of the church; ensuring the custody, conservation, and protection of church property; administering the annual budget; creating additional standing committees, and implementing the priorities and policies determined by the congregation. The Board shall also ensure that a continuous written record of congregational and board meetings, decisions, agreements, policies, and procedures is maintained.

7.2 Composition: The board consists of eleven (11) voting members: five (5) officers and six (6) Directors; and three (3) non-voting ex officio members: the Immediate Past President, the Minister, and the Director of Religious Education (DRE). Any nominee for the Board of Directors must have been a member for at least one (1) year prior to the date of the yearly election meeting. All members of the Board of Directors must be members in good standing. If a voting board member is absent from three (3) consecutive regular board meetings, the Board may declare that position to be vacant. The Board shall fill any vacancy with a qualified person to hold office until the end of the unexpired term.

The officers are: President, Vice-President, Secretary, Treasurer, and Financial Secretary. The Congregation, at a yearly election meeting, elects all officers to serve a one (1) year term. No officer may be elected for more than three (3) consecutive terms in the same office. The Congregation may waive by a two-thirds (2/3) vote the requirement for one (1) year of membership and the limit of three (3) consecutive terms.

The Congregation, at each yearly election meeting, elects two (2) Directors for a term of three (3) years.

No Director who has served a full three-year term on the Board can be re-elected until one (1) year after the end of that term.

7.3 Meetings: The Board shall meet each month on a regular date set in advance by the board.

The President or any three (3) board members may call a special meeting of the Board. All members of the Congregation must be given adequate notification of any regular or special board meeting. Six (6) voting board members in attendance constitute a quorum. All board decisions are made by majority vote. The Minister meets with the Board to report on activities and to make recommendations to the Board for its action. Any church

member in good standing may attend any board meeting. (For procedure to speak to the board, see the PPM.)

The Board may vote to go into executive (closed) session for any of the following purposes: (1) to discuss personnel matters; (2) to consult with legal counsel; (3) to discuss the sale, rental or acquisition of real property, where open discussion could compromise negotiations or other dealings with other parties; (4) to discuss matters involving the condition or actions of church members or friends where such matters include sensitive personal information. Any motion to go into executive session shall identify which of these listed purposes applies to the proposed executive session. Minutes of executive sessions are not required, but the fact that the Board voted to go into executive session, and the stated purpose(s) of such session, shall be included in the minutes of the Board meeting. Attendance at executive sessions of persons other than Board members shall be at the discretion of the Board.

All Board discussions during an executive session shall be limited to the purpose(s) for which the Board voted to go into executive session. An executive session ends upon the vote of a majority of the Board members participating in the executive session to return to open session. The Board may not take any formal action in executive session. All formal actions must be by vote in open session.

7.4 Budgetary Adjustment: The Board may adjust an existing line item by up to five (5) percent or \$2,000, whichever is greater, and it may adjust the current annual operating budget by up to five (5) percent. In case of an emergency threatening the integrity of the church property, the board may adjust an existing line item by an additional five percent, and the year's operating budget by an additional five (5) percent.

7.5 Annual Review of Accounts: The Board shall obtain an annual independent financial review of church accounts.

7.6 Affiliated Groups: The Board shall adopt a policy whereby voluntary organizations that have at least one (1) member of the church and that support the stated mission of the church may be recognized as affiliated groups and receive the rights and responsibilities associated with this status as defined in the policy. The granting or revoking of affiliated group status shall require a recommendation by the board and approval by the congregation at an annual or special meeting.

8.0 PROGRAM COUNCIL

The Program Council has responsibility for maintaining and organizing the programs of the church. For details concerning its responsibilities and composition, see the PPM.

9.0 COMMITTEES

All standing committees not listed below or in article 4.0 are governed by article 7.1 and will be covered in the PPM.

9.1 Finance Committee: The Finance committee reviews the financial status of the church monthly with the Treasurer, conducts an annual review of the financial status, solicits contributions to the Endowment Fund of the church and reports regularly to the Board and Congregation as to the details of the Endowment Fund. Gifts and bequests to the fund shall accumulate until principal amount of \$250,000 is achieved, after which the income generated from the investment of the principal may be expended beginning the following calendar year.

The Finance Committee consists of three (3) regular members, all of whom must be members of the church, and the Treasurer, who is a non-voting member and the Financial Secretary who is a non-voting advisor. The term for each regular member is three (3) years. The congregation shall elect one (1) member annually at the annual meeting, and the Board shall appoint two (2) members annually and fill any vacancies until the end of any expired term. No member shall serve more than two (2) consecutive three-year terms.

9.2 Ministerial Selection Committee: When a vacancy exists in the position of Minister the Congregation shall elect this committee either at the annual meeting or at a special meeting. This committee must have at least five (5) members. The Congregation shall select the candidate by written ballot with a three-fourths (3/4) affirmative vote. The ministerial selection procedure may be modified by a three-fourths (3/4) affirmative vote at a duly called congregational meeting. These provisions do not apply to the selection of an interim minister or a developmental minister (see article 10.2).

9.3 Nominating Committee: The Nominating Committee's responsibilities include the drafting of a slate of qualified candidates for all vacant positions on the Board of Directors, the Finance Committee, and the Nominating Committee. The slate shall be mailed to the membership at least ten (10) days before the yearly election meeting. Prior consent of the nominees must be obtained.

The Nominating Committee shall be formed at each annual meeting when the Congregation elects three (3) members, one (1) of them as convener. The Board shall select two (2) additional members within four (4) months of the annual meeting, and will also fill any committee vacancy that arises. No member may serve for more than three (3) consecutive terms.

9.4 Committee on Ministries. The responsibilities and composition of this standing committee will be stated in the PPM.

9.5 Membership Committee. The responsibilities and composition of this standing committee will be stated in the PPM.

9.6 Personnel Committee. The responsibilities and composition of this standing committee will be stated in the PPM.

9.7 Policies and Procedures Manual (PPM) Committee. The responsibilities and composition of this standing committee will be stated in the PPM.

9.8 Stewardship Committee. The responsibilities and composition of this standing committee will be stated in the PPM.

9.9 Committee Meetings. All committee meetings shall be open except for the Committee on Ministries, the Ministerial Selection Committee, and the Nominating Committee.

10.0 STAFF

10.1 Minister: The Minister shall have a primary responsibility for the spiritual interests of the church. The Minister shall be selected according to the provisions of article 9.2 or article 10.2. The terms of the ministerial service shall be contained in a written contract, which must be approved at the meeting when the Minister is selected. The Minister shall continue in the position until resignation or dismissal by a majority vote at a duly called congregational meeting.

10.2 Interim Minister and Developmental Minister: In searching for and contracting with a candidate for the position of Interim Minister or Developmental Minister, the church shall follow the recommendations of the Unitarian Universalist Association (UUA) and the UUA Southern Region.

When there is a vacancy in the position of Minister, and the Board of Directors has voted to recommend to the Congregation that either an interim

minister or a developmental minister, should be selected, this recommendation shall be put to a vote at a special congregational meeting as provided for in Section 6.3. If the recommendation of the Board is not approved, the Congregation may consider and vote on an alternative resolution, to be decided by a majority vote.

10.3 Director of Religious Education (DRE): The DRE shall administer the Religious Education Program as defined by contract. When a vacancy exists in the position of DRE, the Board shall appoint a search committee to recommend a candidate for DRE. The DRE shall be appointed by the Board, and will continue in position until resignation or dismissal by the board.

10.4 Other Staff: The Board may engage such other staff as may be necessary.

10.5 Review of Contracts and Performance: The Board shall provide for regular review of staff contracts and performance.

11.0 AMENDMENTS TO THE BYLAWS

Changes in these bylaws may be proposed by the Board of Directors, by the Bylaws Committee, or by petition to the Board of Directors of twenty (20) percent of the members in good standing of the church. The Bylaws Committee shall ensure that the bylaws are reviewed at least every ten years.

These bylaws may be amended or repealed at an annual or special meeting of the congregation with a quorum [twenty (20) percent of members in good standing present] and by an affirmative two-thirds (2/3) vote.

The wording of the proposed changes is to be contained in the notice of the meeting, which must be provided to the members at least thirty (30) days before an annual meeting, or ten (10) days before a special meeting.

12.0 DISSOLUTION

In the case of dissolution of the congregation, all of its property, real and personal, after paying all just claim upon it, shall be conveyed to and vested in the Unitarian Universalist Association or its legal successor, or to any Unitarian Universalist related organization, and the Board of Directors of the congregation shall perform all actions necessary to effectuate such conveyance.

THE END

Bylaws revised on June 5, 2016 – Allen Perry, President