

Northlake Unitarian Universalist Church  
Bylaws  
(Effective January 13, 2008)

**Article 1. Name**

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

**Article 2. Purpose**

The mission of this church shall be to nurture a spirit of community among its members and a climate of justice throughout the world. We shall grow spiritually and morally through shared worship, fellowship, education, service, and celebration. Our church community shall respect diversity, defend human rights, promote humane conflict resolution, live in balance with the environment, uphold the principles of freedom, and support the democratic process.

**Article 3. Affiliation**

This church acknowledges the general guidance of the Unitarian Universalist Association and its area organizations, and regards itself as pledged to cooperate in measures of raising funds and for fostering and extending the denominational interest.

**Article 4. Membership**

1. Any person sixteen (16) years of age or older who is in sympathy with the purpose of this organization, as stated in Article 2, and who wishes to share responsibility for its direction and support, may become a member upon signing the membership book and receiving approval from the Board of Trustees. Members have voting privileges thirty (30) days after receiving approval from the Board of Trustees..
2. Members entitled to vote at any congregational meeting shall be those members who have signed the membership book and who have made a monetary contribution of record during the current fiscal year or a contribution of record during the preceding fiscal year and a pledge for the current fiscal year.
3. The Secretary will make an annual audit of the membership list, recommending to the Board of Trustees for removal the names of any members who have moved from the area permanently and are not currently pledging, who are deceased, who have requested the removal of their names, or who have made no monetary contribution for two years.
4. For the purpose of sections two and three of this article, a monetary contribution of record is an identifiable payment in such minimum amount as the Board of Trustees may from time to time establish. A waiver may be given by the Board of Trustees in the case of special circumstances, such as illness, financial hardship or advanced age.
5. Membership may be canceled by majority vote of the Board of Trustees for good cause. The person whose membership is at issue shall have the right to know the reasons for cancellation, have an opportunity to speak to the Board of Trustees before the vote on cancellation and have the right to appeal the cancellation within 30 days to the next congregational meeting by requesting inclusion on the meeting notice.

## **Article 5. Welcoming Congregation**

We the members of Northlake Unitarian Universalist Church resolve for the Church never to discriminate against anyone, intentionally or unintentionally, on the basis of race, color, gender, gender expression, affectional or sexual orientation, age, physical disability, religious background, national origin, economic status, social status, or political affiliation. In addition, we pledge that the Church is a Welcoming Congregation. As a Welcoming Congregation we affirm and promote full participation of all persons in all our activities, including membership, programming, hiring practices, and call of religious professionals. As a Welcoming Congregation we also pledge to actively promote ourselves to the community and to society as a place that gives and maintains a cordial welcome to all persons who are in accord with our principles and programs.

## **Article 6. Meetings**

1. Two regular congregational meetings shall be held each year. One shall take place within the month preceding the Every Member Canvass. The other shall take place during the month preceding the beginning of the new fiscal year to allow the new Board of Trustees to be in office for the adoption of the operating budget with which it will work. The agenda for each meeting shall be determined by the Board of Trustees, but the meeting first mentioned above shall include the election of new trustees. Also, at both meetings, provision will be made for new business; i.e., for any motions to be made from the floor. The meetings may coincide if deemed appropriate by the Board of Trustees.
2. Special congregational meetings may be called by the President or a majority of the Board of Trustees or upon written request of seven voting members to the Board of Trustees. Written notice of all special meetings must be sent to each voting member at least seven days in advance. Notice of such meetings shall contain the specific purpose for which the meeting is being called, and only these specific matters shall be considered by the special meeting.
3. Twenty percent of the voting members shall constitute a quorum.
4. Robert's Rules of Order (Revised) shall be the parliamentary authority at all meetings.

## **Article 7. Rights of the Congregation**

1. The following powers are expressly reserved to the Congregation:
  - a. The right to buy and sell or otherwise dispose of property valued at \$10,000.00 or more.
  - b. The right to call or dismiss a minister.
  - c. The right to adopt a budget.
  - d. The right to incur obligations in excess of \$5,000.00.
2. The following restrictions apply to buying, selling, or otherwise disposing of property valued at \$10,000.00 or more:
  - a. Such action must be considered at a regular or special congregational meeting.
  - b. There must be 30 days written notice of the congregational meeting.
  - c. To vote on the action, a member must have been a member of the church with a contribution of record in the current year and in each of the two immediately prior years.

- d. Absentee ballots will be allowed, and must be received at the church by the day of the meeting.
- e. There must be a two-thirds majority of the eligible members in favor of the action.

### **Article 8. Board of Trustees**

1. The Board of Trustees shall consist of one member for each twenty voting congregational members as determined annually under Article 4. The Board of Trustees shall have at least seven members and no more than nine members. A majority of the Board shall constitute a quorum. All matters of policy concerning the welfare and functioning of the church shall rest within the Board of Trustees. It shall be the continuing responsibility of the Board of Trustees to evaluate the overall functioning of the church to insure that the purpose of the church is being adequately served.
2. Members of the Board of Trustees shall be elected for two or three year terms. Each term shall consist of consecutive Board years, a Board year being defined as beginning on June 1 and Ending on May 31. The terms of office of individual Board members shall be staggered such that at least one-third of the Board membership shall be elected for each Board year. Vacancies occurring during any term shall be filled in accordance with Item 3 below. No Trustee at any time shall be eligible for reelection or appointment to the Board for a period of twelve months following the end of any term of service as a Trustee for a continuous period of more than twelve months.
3. In the case of vacancies on the Board created by the death, ineligibility, or resignation of any Trustee, the Board shall, at its next regular meeting, select Trustees to fill such vacancies from a slate provided by the Nominating Committee. Any Trustee so selected to fill any vacancy shall serve until the beginning of the next Board year, before which the congregation shall elect members to fill any remaining unexpired terms of Trustees. Election of members to unexpired terms must occur at a congregational meeting not more than two months prior to the next date of commencement of any terms of Trustees.
4. The Board of Trustees shall hold no fewer than ten monthly meetings per year. A President or three Trustees may call special board meetings by giving notice to each Trustee and posting notice conspicuously in the church building. A Trustee who is absent from three consecutive Board meetings without excuse shall be considered to have resigned.
5. A Nominating Committee of three voting members shall be elected by the congregation to nominate candidates for the Board of Trustees for the consideration of the congregation. The Nominating Committee shall be elected at the regular congregational meeting which includes election of Trustees. Once elected, members of the Nominating Committee shall serve until the next election of Trustees. No more than one Trustee may serve on the Nominating Committee. No member of the Nominating Committee may serve more than three consecutive terms. The notice of the appropriate regular congregational meeting shall include the names of the candidates who have been nominated both as Trustees and as members of the Nominating Committee. Additional nominations for those positions may be made from the floor at the meeting. Persons nominated from the floor must either be present or give prior written consent to serve if elected. The Board at any meeting shall select members of the Nominating Committee to fill vacancies created by the death, ineligibility, or resignation of any member of the Nominating Committee.

6. At the appropriate regular congregational meeting the election shall be conducted as follows: After nominations are closed, each voting member shall be entitled to vote for as many Trustees as there are vacancies and for members of the Nominating Committee. Voters may not cast more than one vote for the same name. At the conclusion of the balloting, the candidates with the most total votes for each position shall be elected.

#### **Article 9. Officers**

1. The officers of the church shall be a President, a Vice President, a Secretary, and a Treasurer. The term of office for officers shall be one year, and term of office shall coincide with the Board year. With the exception of the Treasurer, all officers shall be members of the Board of Trustees. The new Board shall meet prior to the beginning of the new Board year for the sole purpose of selecting officers.
2. In the event that one of the officers is unable to complete a term, the board shall meet and select a new officer to complete the unexpired term.
3. The President shall preside at all business meetings of the congregation and of the Board of Trustees. The President shall sign all legal instruments on behalf the Board of Trustees and the congregation. The President will be an ex officio member of all committees. The immediate past President, if not a board member, may serve as an ex officio member of the board for one year.
4. The Vice President shall assume the duties of the President in the absence of the President and such duties as the President may delegate.
5. The Secretary shall be responsible for the taking of correct minutes of the proceedings of all business meetings and meetings of the Board of Trustees, for overseeing election procedures of the church, for the proper maintenance of all records, books, papers, and the seal of the church, for timely preparation of reports that the church is required to make, for annual review of the bylaws of the church, and for such other duties as are appropriate for the recording official of the church.
6. The Treasurer shall have custody and control of all funds, securities, and valuables of the church and shall select an official depository for these subject to approval by the Board. The Treasurer shall keep account of the receipts and expenditures, pay bills provided by the Board, and prepare financial statements required by the Board. The Treasurer shall be an ex officio member of the Finance Committee and if not already on the Board, an ex officio member of the Board.

#### **Article 10. The Minister**

1. The pulpit of the church shall be truly free and untrammelled.
2. The minister shall be called for an indefinite term by written ballot at a regular or special congregational meeting. Compensation shall be approved by a vote of the congregation as part of the annual budget approval.
3. Dismissal or resignation of the minister shall carry not less than a 90-day termination period, except as may otherwise be approved by mutual consent of the minister and Board of Trustees. The minister may not be dismissed except by a majority written ballot vote of those present at a regular or special congregational meeting.
4. After consultation with the minister, an associate minister may be called in the same manner set forth above in Section 2, and Section 2 and 3 of this Article shall apply to the associate minister as well as the minister.

5. It shall be a duty of the minister to make a full report to the congregation at regular meetings and to bring to the attention of the Board of Trustees any matters which seem pertinent to the general welfare of the church, and to make such recommendations as seem proper, but the final decision in matters of policy and procedure shall remain with the Board of Trustees or the congregation.
6. A Committee on the Ministry shall be appointed by the Board. The functions of this committee are:
  - (a) to aid the minister in carrying out an effective ministry,
  - (b) to act as liaison between minister and the congregation,
  - (c) to work with the minister on his or her continuing education,
  - (d) at the beginning of each church year to work with the minister in setting out goals, in writing, for the new church year,
  - (e) to ensure that progress on reaching these goals is reported to the Board at the May Board meeting and any other appropriate time,
  - (f) with an additional temporary member from the Finance Committee, to review annually the Minister's Annual Remuneration package and make recommendations for modifications for the following year, and
  - (g) to serve as a nucleus of the Ministerial Search Committee when such a committee is required.
7. The Committee on the Ministry will be comprised of five regular members. Appointments and replacements to the committee will be made as follows:
  - (a) Appointments will be for two-year terms.
  - (b) No member shall serve for more than four consecutive years.
  - (c) The term of office shall commence with the Board year.
  - (d) At least two members will be appointed each year.
  - (e) Should there be a resignation during the year, replacements shall be appointed by the Board from a list of three candidates submitted by the Minister for each open position.
8. The President of the Board shall appoint a member of the Finance Committee to sit with the regular members of the Committee on the Ministry to review the Minister's Annual Remuneration package.

### **Article 11. Committees and Affiliated Organizations**

1. Each committee and affiliated organization of the church shall work in cooperation with and subject to approval of the Board of Trustees.
2. Line of responsibility for committees shall be determined by the Board of Trustees.
3. Any committee or affiliated organization of the church arriving at a statement of attitude on social action that is to be announced publicly shall announce the statement as coming from the committee or affiliated organization and not from the church as a whole unless prior approval has been obtained from the congregation to speak in the name of the congregation or from the Board of Trustees to speak in the name of the Board of Trustees.
4. Chairs of the committees and affiliated organizations shall be appointed by the President with the advice and approval of the Board of Trustees.

### **Article 12. General Provisions**

1. The fiscal year shall begin July 1. The books for the fiscal year shall be audited during the first six months of the following year, or at any other time specified at a congregational meeting. An auditor or audit committee will be appointed by the

Board of Trustees and may include a member or members of the congregation but must not include anyone who has served as Finance Chair or as Treasurer during the period to be covered by the audit.

2. The power to alter, amend or repeal bylaws shall be vested in the Board of Trustees, subject to review by the congregation. The bylaws may be amended at any regular meeting of the Board of Trustees by a two-thirds majority vote of said Trustees, provided, however, that notice of the general nature of proposed changes is given to the congregation at least ten days in advance of the Board meeting at which the changes will be considered, and that said bylaw amendment shall not be effective until thirty days after passage thereof, and that written notice of said bylaw changes be provided to each voting member of the congregation within ten days after said amendment is passed. If before the expiration at thirty days from the passage of the amendment, seven or more voting members of the church present an objection to said amendment, then the amendment will not be effective until voted upon by the congregation at the congregational meeting or at a special congregational meeting called to consider said amendment. If, subject to the above, an amendment is presented to the congregation for consideration, it shall take a two-thirds majority of the members present and voting to pass the amendment.

### **Article 12. Dissolution**

In the event the church votes its merger with another Unitarian Universalist church or its dissolution at a meeting duly called for that purpose, all its assets, after payment of liabilities, shall be distributed to the combined church or, in the case of dissolution, to the Unitarian Universalist Association (or its future successor organization at the national, continental, or world level) for the purpose of extending the Unitarian Universalist faith. This Article shall be unalterable.

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