

Unitarian Universalist Congregation

in

Milford, New Hampshire

BYLAWS

**As of Amendment May 15, 2005
(Proposed amendments as of June, 2008)**

[Some highlights of the proposed amendments, from the ad-hoc bylaws committee, Lynn Coakley, Dan Rothman and Eric Soederberg:

Articles IV, V and VI have had many items moved around and removed.

IV was previously Council Officers, Council Representatives and Elections. It is now called Church Council and includes the members, duties and election of the Council.

V was previously Duties of the Officers and is now Duties of the Council Members, with a section added for Representatives.

VI was previously Duties of Committees and included duties of the Council (moved to IV, since we did not feel it was the same as a committee) and many other committees. We decided, for flexibility and ease of use, to recommend the elimination of most committees from the bylaws. Instead, the Council has the discretion to establish or dissolve any committees it deems necessary. This enables the Council to decide if a committee is no longer necessary or needs to have a new mission without an amendment to the bylaws. The three committees we feel should be in the bylaws are Finance, Committee on Ministry (previously called the Committee on Church Relations) and Leadership Development (previously called Nominating). These three committees each have a unique mission and any major changes should be with the agreement of the congregation.]

Unitarian Universalist Congregation in Milford

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BYLAWS

ARTICLE I – Name and Purposes

- A. The name of this religious corporation shall be the *Unitarian Universalist Congregation in Milford*, New Hampshire. It is hereafter called “the Congregation.”
- B. The purpose of the Congregation shall be to provide in the Souhegan Valley Area a religious society which is both stimulating and meaningful to all people who believe in religious truth and freedom, to support and further religious liberalism with pride and dignity, and to maintain an atmosphere of good fellowship for all people.
- C. The Congregation is associated with the Unitarian Universalist Association and the Northern New England District of Unitarian Universalist Societies and shall cooperate with such projects as the Congregation may approve.

ARTICLE II – Membership

- A. All persons who are members of the Congregation at the time these bylaws are adopted or revised shall continue as members.
- B. A Member is any person at least sixteen years of age who is in agreement with the purposes of the Congregation, as stated in Article I-B of the bylaws, and who signs the Congregation’s Membership Book. Said Member shall be entitled to vote at any meeting of the Congregation. It is specifically understood that the above mentioned criteria are the sole criteria for membership in the Congregation.
- C. Any member who wishes to resign may do so by written notification to the Clerk.
- D. Members who have not participated in the life of the Congregation or made an annual financial contribution of record within a period of two (2) years will be contacted by letter or personal visit to determine if they desire to continue as members of the Congregation. In the absence of a clear, affirmative answer thirty (30) days after the mailing or visit, the Council or its appointed delegate shall have the power to remove the member’s name from the list.

ARTICLE III – Meetings

- A. A business meeting is defined as a meeting where the Congregation votes. All business meetings of the Congregation shall be held at least fourteen (14) days after the posting of a notice of such meetings on the front and rear doors of the place where public worship is maintained by the Congregation, and the sending of a written notice, or electronic mail to those who have previously indicated that such is an acceptable form of notification, of such meetings to all members. The notice for such business meetings shall specify the time and place of the meeting and shall include all articles proposed by the Church Council or by five (5) members of the Congregation.
- B. The annual business meeting of the Congregation shall be held no earlier than ninety (90) days and no later than fifteen (15) days prior to the end of the fiscal year. The Church Council shall determine the date, time and place. The notice for the annual business meeting shall include, but is not limited to, articles for the election of officers of the Congregation, Church Council members, and the Leadership Development Committee and for the appropriation of monies to be expended.
- C. A special business meeting of the Congregation may be called by a majority vote of the Church Council or by petition of five (5) members of the Congregation submitted to the President.
- D. At special business meetings of the Congregation only that business specified in the articles for such meeting shall be transacted.
- E. Twenty percent (20%) of the members of the Congregation shall constitute a quorum of any business meeting of the Congregation. A smaller number must adjourn the business meeting to a later time and/or different place than that specified in the notice.
- F. There shall be no voting by proxy in business meetings of the Congregation.
- G. In the absence of the President, Vice-President and Clerk at any business meeting of the Congregation, a member of the Church Council shall call the business meeting to order and preside until a moderator *pro tem* and clerk *pro tem* shall have been elected, and such election shall precede the transaction of any other business.
- H. The rules of procedure at all business meetings of the Congregation shall be the Robert's Rules of Order Revised.

ARTICLE IV – Church Council

- A. Rights and Responsibilities of the Church Council
 1. Shall have control of the Congregation’s administration.
 2. Shall conduct the business and affairs of the Congregation in accordance with votes of the Congregation.
 3. Shall have care and custody of the real estate and tangible property of the Congregation.
 4. Shall issue notice for the annual business meeting and for such other business meetings as may be necessary or required.
 5. Shall report to the Congregation at each annual business meeting the amount of money necessary to be raised during the ensuing year for the support of the Congregation and for any other expenses.
 6. Shall, at the first Church Council meeting of the fiscal year, fill any vacancies on the Committee on Ministry.
 7. Without the approval of the Church Council, no committee may expend monies in excess of its budget.
 8. Shall meet regularly, but no less than 8 times per year.
 9. Shall appoint delegates to all meetings of the Unitarian Universalist Association, the Northern New England District, and other meetings of denominational or interdenominational organizations.
 10. Shall appoint any ad hoc committees as necessary.
 11. Six (6) members shall constitute a quorum.
 12. Without the approval of the Congregation, the Church Council may not enter into a contract or expend monies in excess of that budgeted by more than 2% of the annual budget for each fiscal year.
- B. All officers of and representatives to the Church Council shall be Members of the Congregation.
- C. Officers: The officers of the Congregation shall be a President, Vice-President, Clerk and Treasurer.
- D. Church Council: There shall be a Church Council consisting of the four officers plus five (5) elected representatives.
- E. Method of Election: At the annual meeting, members of the congregation shall elect the following officers and representatives who shall take office effective on the first day of the fiscal year following the annual meeting at which they are elected:
 1. A President, Vice-President, Clerk and Treasurer, each to serve for a term of one year.
 2. Three (3) Church Council representatives in the even numbered years and two (2) Church Council representatives in the odd years, each to serve a term of two (2) years.
- F. Length of Service: The President, Vice President, Clerk and Treasurer may serve four (4) consecutive one-year terms, in any combination of officer positions. But no person may serve more than six (6) years in any combination of officer and/or representative positions with the exception that a person who is President in their sixth (6th) year may serve a seventh (7th) year on the Church Council. Representatives of the Church Council may serve two consecutive two-year terms. Upon the expiration of a full year after leaving office, the President, Vice-President, Clerk, Treasurer, and Church Council representatives become eligible for election to any office or Church Council representative position.
- G. The Church Council may designate a replacement for any elected officer or Church Council representative who for any reason is unable to complete the term of office. This appointment shall be in effect until the next annual business meeting.

ARTICLE V - Duties of the Council Members

A. President

1. Shall preside at all business meetings of the Congregation and the Church Council,
2. Shall perform an annual review of the bylaws.
3. Shall function as the liaison to the Committee on Ministry.
4. Shall perform such other duties as designated by the Church Council.

B. Vice-President

1. Shall preside at all business meetings of the Congregation or the Church Council when the President is absent, and perform such other duties as designated by the Church Council.
2. Shall monitor the activities of the standing committees.

C. Clerk

1. Shall attend all business meetings of the Congregation and record all votes and proceedings.
2. Shall attend and keep a record of action taken by the Church Council at all of its meetings.
3. Shall ensure that all active records and contracts of the Congregation are stored in a secure location at the church, with duplicate copies kept off site.
4. Shall prepare a record of the names of all who are members of the Congregation at the time of adoption of these bylaws and thereafter record in a place other than the Church Membership Book the names of all others who become members, with the dates of admission, withdrawal, or decease.
5. Shall keep a record of all statistics of membership as the Congregation or Church Council shall direct.
6. Shall prepare warrants for annual and special meetings of the Congregation.
7. Shall preside at all meetings of the Congregation or the Church Council when the President and Vice-President are absent.

D. Treasurer

1. Shall have custody of all monies applicable to the current operating expenses of the Congregation and disburse them in accordance with the votes of the Congregation or the Church Council.
2. Shall keep a true and accurate account of all monies received and disbursed. Shall present this account at the annual meeting and upon request of the Council.
3. Shall ensure that policies insuring the Congregation against loss or liability and any written contracts relative to the tangible property of the Congregation are adequate and current and stored in a secure location at the church.
4. Shall prepare and submit all filings and payments relating to State and Federal payroll and unemployment taxes in a timely manner.
5. Shall serve as a member of the Finance Committee.

E. Representatives

1. Shall represent the interest of the Congregation on the Council
2. Shall serve as liaisons to the various standing committees.

ARTICLE VI – Duties of Committees

- A. There shall be two kinds of committees. Standing committees are those committees that are always active. Standing committees that are defined in the bylaws have a unique purpose in the mission of the Congregation. Any change to the purpose of these committees must be made by amendment of the bylaws. Ad hoc committees are those committees that are formed by the Council for the purpose of completing a specific task. These committees are dissolved once the task has been accomplished.
- B. Establishment of standing committees: The Council shall have the authority to set up, charge, and supervise such standing committees as it may deem necessary. Except for committees established explicitly in these bylaws, the Council shall have the authority to alter committee charges and to dissolve committees.
- C. Committee Members: Members of standing committees named in the bylaws committees may be recruited by the Leadership Development Committee. Committee members need not be members of the Congregation.
- D. Committee chairs: Committee Chairs shall be recruited by the Leadership Development Committee, in consultation with the corresponding committee, and recommended to the Council for appointment. The Council will appoint the Committee Chairs. All committee Chairs must be active members of the Congregation.
- E. Ad hoc committees: The Council may appoint ad hoc committees whose duties are limited to a specific task. Such committees shall serve until they have discharged the duties for which they were formed, or until dissolved by Council.
- F. Leadership Development Committee:
 - 1. There shall be a Leadership Development Committee, consisting of five (5) elected members, who may serve three (3) consecutive one-year terms.
 - 2. The Leadership Development Committee shall be responsible for nominating the officers and representatives of the Church Council and Trustees of the Endowment and designating each nomination by position.
 - 3. The Leadership Development Committee shall be responsible for assisting, upon request from the Church Council, in placing volunteers in key positions when such volunteers are required for the well being of the Congregation. Such positions may be, but are not limited to, chairs of standing committees that are named in the bylaws.

G. Committee on Ministry

1. Ensures the quality of the shared ministry – clergy, staff and laity – of the Congregation by advocating, supporting and assessing the effectiveness of the shared ministry on a regular and continuing basis.
 - a. Works with the congregation to understand and recognize its mission in terms of shared ministry.
 - b. Aids the called minister(s) and director of religious growth in carrying out an effective shared ministry by being available for feedback and/or counsel.
 - c. Supports Congregation members regarding shared ministry as needed.
 - d. Advocates for the use of UU and UUCM principles in the shared ministry of the congregation.
2. Shall consist of three (3) members each to serve for a maximum of two (2) consecutive three-year terms. Committee members shall be members of the congregations and shall not be officers or members of the Church Council. Terms of office are staggered so that only one new Committee member is appointed each year. Each shall be selected by the Church Council from a slate of candidates, who are members of the congregation, submitted by the called minister(s) in consultation with director of religious growth.
3. Reports to the Church Council at least annually.

ARTICLE VII – The Minister(s)

- A. The minister(s) shall be called or discharged by vote of two-thirds (2/3) of the members of the Congregation present at a meeting legally called for that purpose after a majority of the Church Council has filed with the Clerk a written recommendation of such action.
- B. All ministers of the Congregation shall have fellowship with the Unitarian Universalist Association.
- C. The terms and conditions of the Minister's(s') employment shall be contained in a written contract. Such terms and conditions shall be voted upon by the Congregation and made a part of the record of the meeting at which such employment was voted.
- D. The minister(s) shall fulfill the responsibilities as stated in a job description mutually agreed upon by the minister(s) and the Church Council.
- E. The minister(s) shall be ex officio members of all committees.

ARTICLE VIII – Endowment

- A. The Endowment shall be governed by a separate Endowment Policy, which shall be maintained and updated as necessary by the Trustees, with approval of the Council and the Congregation as provided for in the Policy.

ARTICLE IX – Policies and Procedures

- A. A Policy and Procedures Manual shall be maintained, reviewed and updated periodically by the Council or its designee. This shall contain job descriptions, By-Laws, history, committee descriptions and reports, goals and objectives and other such items necessary for the function of the Congregation.
- B. Policies within this Manual may be changed, added to, or deleted by a majority vote of the Council.

ARTICLE X – Fiscal Year

- A. The Fiscal year of the Congregation shall be from the first day of July through the last day of June.

ARTICLE XI – Dissolution

- A. The Congregation may be dissolved at a meeting for this purposed, the notice for which contains an article for such dissolution, by vote of two-thirds ($4/5$) of the members eligible to vote under provisions of Article II who are present and voting.
- B. In the event of the dissolution of the Congregation, all outstanding debts shall be paid and the remaining assets, both real 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 Church Council shall perform all actions necessary to effect such conveyance.

ARTICLE XI – Amendments

- A. These bylaws may be amended so far is allowed by law, or repealed at any meeting of the Congregation, the notice for which contains an article for such amendment or repeal, by vote of two-thirds ($2/3$) of the members eligible to vote under provisions of Article II who are present and voting.