

Bylaws of the Unitarian Universalist Fellowship of Statesboro, Inc.

Article I. Name

The name of this religious community shall be the Unitarian Universalist Fellowship of Statesboro, Inc.

Article II. Purpose

Section A. Principles

The purpose of this Fellowship is to organize as a religious community which has at its heart the principles adopted by the Unitarian Universalist Association.

Section B. Inclusion

Systems of power, privilege, and oppression have traditionally created barriers for persons and groups with particular identities, ages, abilities, and histories. We pledge to replace such barriers with ever-widening circles of solidarity and mutual respect. We strive to be a congregation that truly welcomes all persons and commits to structuring congregational and associational life in ways that empower and enhance everyone's participation.

Article III. Membership

Section A. Becoming a Voting Member

1. Voting membership in the Fellowship is open to any person
 - a. who is at least 16 years of age,
 - b. who is in sympathy with the purpose and principles of Unitarian Universalism,
 - c. who actively contributes to the Fellowship, financially at a level commensurate with his or her circumstances and/or with his or her time and talent,
 - d. and who has attended a member orientation so as to understand the history and current issues in Unitarian Universalism or who is transferring Membership from another Unitarian Universalist congregation.
2. Membership is formalized by signing the Membership Book.
3. Members may vote in Congregational meetings, hold elected offices and appointed positions in the Fellowship, and serve as Fellowship delegates to the General Assembly of the Unitarian Universalist Association. Members receive free copies of *UU World* and the Fellowship's newsletter.

Section B. Friends of the Fellowship

1. Any person who is in sympathy with the purpose and principles of Unitarian Universalism and who wishes to be involved in the Fellowship but who does not wish to become a Member of the Fellowship may be designated as a Friend of the Fellowship.
2. A person who wishes to become a Friend may do so by contacting the Vice President or Chair of the Membership Committee.

3. Friends are welcome to participate in the Fellowship's activities, may receive the Fellowship's newsletter, and may serve in appointed positions in the Fellowship, but they may not vote in Fellowship meetings, hold elected office, serve as Fellowship delegates to the General Assembly of the Unitarian Universalist Association, or receive free copies of *UU World*.

Section C. Membership Status

1. The Board of Trustees will determine membership status annually, typically in December before the annual meeting.
2. The Board of Trustees is empowered to inactivate a person's membership whenever the member has not contributed to the life of the Fellowship for the period of one year. Inactive members will continue to receive all benefits of membership for one year after inactivation; however, after one year, benefits cease.
3. The Board of Trustees is empowered to remove or drop a person from membership who has been inactive in the Fellowship for a period of two years or who has moved away, cannot be located, has died, or for reasons laid out in the UUFS Policy on Disruptive Behavior.
4. Members may terminate their membership by notifying the Vice President or Chair of the Membership Committee.
5. An inactive member or a person who has been dropped from membership may reinstate active membership by requesting a change in membership status from the Vice President or Chair of the Membership Committee and by contributing to the life of the Fellowship as stipulated above.

Article IV. Denominational Affiliation

This Fellowship shall be a member of the Southern Region of the Unitarian Universalist Association. It is the intention of the Fellowship to make annual financial contributions equal to its full share as determined by the Association and the District.

Article V. Meetings

1. The annual business meeting of the Fellowship shall be held no later than mid-December at such time and place as shall be fixed by the Board of Trustees.
 - a. An annual budget shall be presented at the annual meeting for a vote.
 - b. All elections for members of the Board of Trustees shall be held during the annual meeting. The elections for the President, Vice President, Secretary, Treasurer, and if needed, the Member-at-Large must be held annually. The Immediate Past President serves without a second election.
2. Special business meetings may be called at any time by the Board or at the written request of any five voting members.
3. The business to be transacted at all meetings shall be set forth in the notice of the meeting which shall be sent to all members fifteen (15) days prior to the meeting. Notice may be accomplished by mail or electronic mail, in accordance with each member's written preference.
4. Eleven (11) members or twenty percent (20%) of the members, whichever is fewer, shall constitute a quorum.
5. Meetings of the Fellowship, the Board of Trustees, and all committees except for the Committee on Shared Ministry shall be open to all voting members as observers. If it is necessary for the Board or a committee to go into executive session, no final or formal actions may be taken while the body is in executive session.
6. Motions may be passed by a simple majority of a quorum present, except for the following circumstances: A two-thirds (2/3) vote is required:

- a. to purchase or sell real estate,
- b. to amend these Bylaws, or
- c. to call a minister. The Board may hire an annually contracted interim minister with the advice of the congregation but without a vote. (See UUA guidelines.)

Article VI. Governing Structure

Section A. Board of Trustees

1. The governing authority of the Fellowship shall be the Board of Trustees (Board) which consists of four annually elected trustees—President, Vice President, Secretary, and Treasurer—along with a fifth trustee who is either the Immediate Past President or, if the Immediate Past President is unable to serve, an elected Member-at-Large.
2. As the membership grows, the number of elected members on the Board of Trustees may increase to five percent (5%) of the active membership.
3. The minister shall serve as an ex-officio member of the Board. An ex-officio member is a non-voting member who serves by virtue of another position he or she holds, rather than having been elected as a Trustee. Ex-officio members may not offer or second motions, and may not be counted for purposes of determining a quorum. Committee chairs are not obligated to attend Board meetings unless requested, but have a standing invitation to do so, as do all the Fellowship's members.

Section B. Authority

1. The Board of Trustees shall be listed as owners of record of any property acquired by the Fellowship.
2. The Board of Trustees shall have:
 - a. general charge of the property and business affairs of the Fellowship,
 - b. control of the Fellowship's administration, including the appointment of such committees or affinity groups as it may deem necessary,
 - c. authority to fill any Board vacancy by appointing a voting member to fill the vacant position until the next annual meeting.

Section C. Terms of Office

Trustees shall serve terms of one year with a maximum of three consecutive terms in the same office. After serving the maximum number of terms in that office, the Trustee must step down for at least one year.

Section D. The Executive Committee and the Duties of Its Members

The elected members of the Board of Trustees—the President, Vice President, Secretary, and Treasurer, along with either the Immediate Past President or the Member-at-Large, whichever is serving—shall constitute the Executive Committee. When sensitive issues—particularly personnel issues—are to be discussed, the Executive Committee will go into Executive Session.

1. The duties of the President shall be the general and active management of the operation of the Fellowship and the supervision of the policies. The President shall execute bonds, mortgages, and other contracts under the seal of the corporation. The President shall have the power to appoint assistants as needed. The President shall appoint committee chairs, with the exception of the nominating committee.
2. The Vice President shall serve as the Chair of the Membership Committee, shall be in charge of all activities dealing with membership, and shall perform such other duties as may be delegated by the President or the Board of Trustees.
3. The duties of the Secretary shall be to keep the minute book, membership lists, and corporate seal and to perform other such duties as delegated by the President or the Board of Trustees.

4. The duties of the Treasurer shall be to manage the financial affairs of the Fellowship and to recommend actions concerning financial affairs to the President or the Board of Trustees. The Treasurer shall be an Ex-Officio Member of the Finance Committee, all of whom shall be voting members of the Fellowship.
5. The Immediate Past President or Member-at-Large shall attend board meetings, assist the President in the transition, and attend to other matters as needed.

Section E. Nomination

1. The Board shall appoint a Nominating Committee of three voting members, none of whom are Board members, by September 1. The Nominating Committee shall be responsible for preparing a slate of trustees to be voted on by the membership at the annual meeting.
2. Nominations for trustees may also be made from the floor at the annual meeting by any voting member.

Article VII. Fiscal Year

The fiscal year shall end December 31.

Article VIII. Called Minister

Section A. Calling a Minister

In the event of a vacancy in the position of minister, the Board of Trustees shall establish a Search Committee in accordance with these bylaws for the purpose of identifying, screening, and bringing to the Fellowship for consideration candidates for the position of Minister. The Search Committee shall consist of one (1) Board member and two (2) voting members. Upon recommendation by the Search Committee and the Board of Trustees, the Fellowship's membership may covenant with a called minister, full-time or part-time. A minister may be called only if approved by a two-thirds (2/3) vote of a quorum present at a properly called business meeting.

Section B. Qualifications

Any candidate for the position of Minister must hold preliminary or full fellowship in the Unitarian Universalist Association.

Section C. Duties

1. Within the parameters agreed upon, the minister shall be responsible for conducting Sunday services for the congregation, and attending to the congregation's spiritual interests and affairs. The minister shall have freedom of the pulpit as well as freedom to express his or her opinions outside the pulpit.
2. The minister shall serve as an ex-officio member of the Board and all Board-appointed committees.

Section D. Committee on Shared Ministry

The Board shall appoint a three-person Committee on Shared Ministry, all of whom are chosen from a slate of voting members provided by the minister and President. The purpose of this committee shall be to strengthen the quality of congregational ministries. They will also serve as a support group for the minister and as a communication channel between the minister and the congregation.

Section E. Dismissal

A minister may be dismissed by a two-thirds (2/3) vote of a quorum present at a properly called business meeting. In the event of a minister's dismissal, his or her salary shall be continued for three months after the date of dismissal. If a minister resigns, three months' notice must be given, unless the Board approves a shorter notice period.

Article IX. Dissolution

Should this Fellowship cease to function and the membership vote to disband, any assets, real and personal, after paying all just claims upon it, shall be transferred to and vest in the Unitarian Universalist Association or its legal successor. This transfer shall be made in full compliance with whatever laws are applicable. The Board of Trustees shall perform all actions necessary to effectuate such transfer.

Article X. Amendments

These bylaws, so far as shall be allowed by law, may be amended or replaced at a properly called business meeting by a two-thirds (2/3) vote of those present and voting, provided a quorum is present. Notice of any proposed changes shall be contained in the notice of the meeting.

Article XI. Other Legal Provisions

Section A. Open Records

Upon written request mailed to the Board of Trustees, all records of the Church other than those of a personal nature shall be made available for inspection by any voting member. Inspection shall be made within two weeks of the request and at a time mutually convenient to all.

Section B. Protection of Nonprofit Status

Neither the Fellowship, the Board, nor any officer or employee of the Fellowship shall take any action or allow any activity or use of Fellowship property which shall endanger the nonprofit corporate status or charitable, tax-exempt status of the Fellowship or its property. Nothing in these bylaws shall be construed to allow a violation of this section.

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| Adopted April 1, 1990 | Amended March 7, 1998 |
| Amended June 9, 1994 | Amended April 30, 2006 |
| Amended January 1997 | Amended March 2009 |
| Amended November 11, 2018 | |