

# **UNITARIAN UNIVERSALIST FELLOWSHIP OF DOOR COUNTY**

Ephraim, Wisconsin  
Bylaws, Adopted June 7, 2009

## **ARTICLE 1.0 Name**

The name of this religious society shall be **UNITARIAN UNIVERSALIST FELLOWSHIP OF DOOR COUNTY**.

## **ARTICLE 2.0 Purpose**

The Purpose of this Fellowship shall be to seek knowledge and wisdom, to explore freely the vast reaches of mind and spirit, to celebrate, within a caring community, those truths – ancient and modern – which give meaning and direction to our lives.

## **ARTICLE 3.0. Membership**

3.1 A membership book shall be maintained.

3.2 Any person who has reached the age of 18, and who is in sympathy with the Purpose of the Fellowship, may become a Fellowship member by signing the Membership Book. Members will be expected to have an understanding of the stated Principles and Purposes of the Unitarian Universalist Association, share their talents and participate in the financial support of the Fellowship.

3.3 All members shall have the right to vote on matters affecting the Fellowship following a waiting period of 30 days after signing the Membership Book and making an annual financial contribution of record.

3.4 Membership in the Fellowship may be terminated by written notice from the member, by the death of a member, or when a member has moved away or cannot be located.

## **ARTICLE 4.0 Denominational Affiliation**

This Fellowship shall maintain an appropriate affiliation with the Unitarian Universalist Association as determined by the Governing Board.

## **ARTICLE 5.0 Meetings**

5.1 The dates of regular non-business meetings of the Fellowship shall be determined by the Fellowship itself, or by persons designated by it.

5.2 An annual business meeting shall be held each year, between mid-May and mid-June, at a time and place to be fixed by the Governing Board.

5.3 Special business meetings may be called by the Governing Board or upon receipt of a written request of at least ten percent of members with voting rights. The business to be transacted at a business meeting of the membership shall be set forth in a "Notice of Meeting" which shall be made available to all members at least 21 days prior to the meeting.

5.4 In order to conduct business at a meeting which requires a vote, there shall be present and voting at the meeting a quorum corresponding to 30 percent of the voting members, except as provided in paragraph 7.3.

## **ARTICLE 6.0 Governance**

6.1 Governance shall be conducted by a GOVERNING BOARD, which shall be accountable to the membership. The Governing Board shall be responsible for all business and activities of the Fellowship and shall have custody and control of the property. The Governing Board serves the congregation by overseeing the key areas of responsibility, assessing needs, and taking appropriate action.

6.2 Composition. The Governing Board shall consist of four Officers and not more than eight Directors.

6.2.1 The Officers shall be the President, Vice-President, Secretary, and Treasurer, as described in Appendix A. These four shall comprise the Executive Committee. The immediate past President shall be an *ex officio* member of both the Governing Board and the Executive Committee.

6.2.2 The Directors shall represent the Key Areas of Responsibility described in Appendix B. Only one vote per Key Area may be cast, but an Area of Responsibility may have shared representation on the Governing Board, such as summer and winter committee chairs.

6.3 Qualifications. In order to qualify as a member of the Governing Board, a person shall have been a member of the Fellowship for the previous six months. This requirement may be waived by a two-thirds majority vote of those present and voting at the time of the election.

6.4 Elections. Board Members shall be elected at the Annual Business Meeting by a simple majority vote of the members present with voting rights.

## 6.5 Nominations.

6.5.1 A Nominating Committee, consisting of 3 Fellowship Members who are not Governing Board members, shall be elected by the membership at each Annual Business Meeting. Each Nominating Committee member shall serve a term of one year, with a limit of three consecutive terms.

6.5.2 The Nominating Committee shall, at the Annual Business Meeting, submit nominations for all Board positions, Finance Committee members, and the Nominating Committee for the next year. Nominations will also be accepted from the floor. All nominated candidates shall have agreed to serve if elected.

6.5.3 The Nominating Committee is charged with insuring continuity of the Governing Board from year to year by staggering the terms of office.

## 6.6 Terms. All terms of office shall coincide with the fiscal year.

6.6.1 Officers shall be elected annually. Each officer shall serve a term **of one year** but may be re-elected for multiple or consecutive terms.

6.6.2 Directors shall hold office for a term of two years and shall be limited to three (3) consecutive two-year terms. A Director whose three consecutive terms have expired may be re-elected to the Board after the passage of one (1) year.

6.7 Vacancies. An Officer or Director may be removed by a two-thirds vote of the Governing Board at any time. If a vacancy occurs for any reason, the Governing Board has the authority to appoint a replacement to serve until the next Annual Business Meeting.

## 6.8 Procedures.

6.8.1 For motions brought before the Board, the President will not cast a vote unless there is a tie among the other Board members present.

6.8.2 For motions brought before the Executive Committee, the immediate Past President shall vote in the event of a tie.

## **ARTICLE 7.0 The Minister**

7.1 The MINISTER shall lead the Fellowship in spiritual activities and conduct services.

7.2 In the absence of a Minister, a Program Committee shall establish suitable relationships with interim spiritual leaders and others to conduct services.

7.3 When appropriate, the Governing Board shall establish a ministerial search committee whose duty it shall be to recommend the calling of a Minister to the members of the Fellowship. A Minister shall be called upon a favorable vote of at least 80% of members present at a business meeting called for this purpose, where a special quorum, consisting of at least 60% of the Fellowship members, is present.

## **ARTICLE 8.0 The Fiscal Year**

The Fellowship FISCAL YEAR shall coincide with that of the Unitarian Universalist Association, presently July 1 to June 30.

## **ARTICLE 9.0 Amendments**

These Bylaws, so far as is allowed by law, may be amended at any business meeting of the Fellowship, by a two thirds vote of the members present with voting rights, where a special quorum consisting of at least 60% of the fellowship members with voting rights is present. Notice of proposed amendment shall be included in the notice of meeting.

## **ARTICLE 10.0. Termination and Disposition of Assets**

10.1 Should this Fellowship cease to function, and the members CHOOSE TO TERMINATE it, members may do so at a Special Business Meeting, called for the purpose, upon a two thirds vote of the members present with voting rights. Notice of proposed termination shall be included in the notice of meeting.

### **10.2 DISPOSITION OF ASSETS**

10.2.1 If at the time of termination, the Fellowship is a member of the Unitarian Universalist Association, all assets of the Fellowship will be transferred to the Unitarian Universalist Association for its general purposes, in full compliance with applicable law.

10.2.2 If at the time of termination, the Fellowship is not a member of the Unitarian Universalist Association, a majority vote of the members present with voting rights shall determine the charitable disposition of assets.

## **Appendix A**

### **Duties of Officers**

#### The President shall

- provide overall leadership of the Fellowship
- establish agenda and conduct business meetings
- sign all contracts entered into by the Fellowship

#### The Vice-President shall

- assist the President in the leadership of the Fellowship
- exercise the duties of the president in his/her absence or incapacity

The President and Vice President shall together provide oversight of the key areas of responsibility, shall appoint a liaison for denominational affairs, and shall ensure that the long-range planning needs of the Fellowship are reviewed annually, either by the Governing Board as a whole or by the appointment of a special committee or task force.

#### The Treasurer

The responsibilities of the Treasurer include:

- establishing and administering accounting procedures with the approval of the Governing Board
- providing care and custody of all funds
- making timely payments
- maintaining all financial records
- providing monthly reports of financial status to the Governing Board
- convening the Finance committee as necessary
- coordinating the development of the annual budget
- assisting with the annual pledge drive

#### The Secretary

The responsibilities of the Secretary include:

- recording minutes of Business Meetings and all meetings of the Governing Board, to be presented for approval at each subsequent meeting and made available for review by the membership
- maintaining all Fellowship records, including a listing of documents to be saved
- conducting correspondence on behalf of the Fellowship as needed

#### The Executive Committee

The Officers of the Fellowship and the immediate past president shall constitute the Executive Committee of the Governing Board and shall meet as necessary for planning purposes and/or emergency action.

## **Appendix B**

### **Key Areas of Responsibility**

These areas of responsibility are primary to the mission and purpose of the Fellowship, or are necessary to carry out its mission. In addition to its Officers, the Governing Board is made up of Directors elected to represent each of these areas, whether as liaison, as primary volunteer, or as chairperson of a committee established to carry out the described function. This Appendix can be revised by majority vote at the Annual Meeting without requiring an amendment to the Bylaws.

- **Buildings and Grounds** – is responsible for the maintenance and security of the Fellowship buildings and grounds and coordinates member participation in related tasks.
- **Communication** – maintains a community presence of all activities of UUFDC through local and regional advertising, news articles and a website, and communicates with members and friends by means of a monthly newsletter, email, announcements and the weekly order of service
- **Education and Enrichment** – reports to the Governing Board on lifespan religious education, adult enrichment, cultural affairs and the art gallery.
- **Finance** – reviews the financial situation of the Fellowship at least quarterly and makes recommendations to the Governing Board regarding budget development, loans, investments, and grant opportunities. Also conducts the annual pledge drive and assists the Treasurer with correspondence relating to contributions. The Treasurer represents Finance on the Governing Board.
- **Member Services** – coordinates membership development and new member recognition, and engages members as volunteers to support the activities of the Fellowship. Reports to the Governing Board as needed on the activities of volunteers involved in Caring, Hospitality, Circle Suppers and Special Events.
- **Program** – creates plans for Sunday Services, communicates with speakers and musicians, and provides resources and oversight as to the service arrangements displayed in the weekly Order of Service.
- **Social Responsibility** – coordinates Fellowship community involvement, disburses Fellowship funds budgeted annually for charitable giving, plans social action programs to foster awareness and participation, and disseminates social action materials from the UUA and UUSC.