

## **UNITARIAN UNIVERSALIST FELLOWSHIP OF DOOR COUNTY**

Ephraim, Wisconsin

Bylaws, Adopted June 7, 2009; revised June 14, 2015, June 12, 2016 and June 10, 2018.

### **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 time and 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 Congregational Meetings**

5.1 An annual congregational meeting shall be held each year during the month of June, at a time and place to be fixed by the Governing Board.

5.2 Additional congregational 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.

5.3 The business to be transacted at a 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 A quorum of the Congregation for the purposes of voting shall be constituted by thirty percent (30%) of the Members eligible to vote in person or by proxy, except as provided in paragraphs 5.4.1, 7.3., and 9.0.

5.4.1 The "Notice of Meeting" shall state whether Proxy voting will be allowed.

5.4.2 Proxy votes shall be available to members who cannot attend a given meeting for reasons of incapacitation or travel. All proxies shall be in writing.

5.4.3 Only ONE proxy may be voted by each voting member present.

## **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. A simple majority shall constitute a quorum at meetings of the Governing Board.

6.2 Composition. The Governing Board shall consist of four Officers and three Directors.

6.2.1 The Officers shall be the President, Vice-President, Secretary, and Treasurer, as described in Appendix A.

6.2.2 The Directors shall be at-large positions of the Governing Board.

6.3 Qualifications. In order to qualify as a member of the Governing Board, Nominating Committee and/or Finance Committee, 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 Nominations.

6.4.1 A Nominating Committee shall consist of three Fellowship Members who are not Governing Board members.

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

6.4.3 The Nominating Committee is charged with ensuring continuity of the Governing Board, the Finance Committee and the Nominating Committee by staggering the terms of office.

6.5 Elections. Members of the Governing Board, the Finance Committee and the Nominating Committee shall be elected at the Annual Congregational Meeting by a simple majority vote of the members with voting rights present or represented by proxy.

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 and/or consecutive terms.

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

6.6.3 Nominating Committee members shall serve a term of two years, with a limit of three consecutive terms. Those whose three consecutive terms have expired may be re-elected after the passage of one (1) year.

6.7 Vacancies. Anyone serving in a position elected by the Fellowship may be removed from their position by a two-thirds vote of the Governing Board at any time. If a vacancy occurs in any elected position, the Governing Board has the authority to appoint a replacement to serve until the next Annual Congregational Meeting.

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

#### **ARTICLE 7.0 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 or represented by proxy.

#### **ARTICLE 8.0 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 congregational 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 or represented by proxy. 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 Meeting called for that purpose, upon 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 or represented by proxy. 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.

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**Appendices A and B** can be revised by majority vote at any Congregational Meeting without requiring an amendment to the Bylaws.

## **Appendix A**

### **Duties of Officers, and Standing Committees**

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 Treasurer shall provide oversight of:

- accounting procedures
- care and custody of all funds
- timely payments of all bills
- all financial records

The duties shall also include:

- providing monthly reports of financial status to the Governing Board
- convening the Finance committee at least quarterly
- coordinating the development of the annual budget
- assisting with the annual pledge drive

The Secretary

The responsibilities of the Secretary include:

- recording minutes of Congregational 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

### **Standing Committees:**

#### The Executive Committee

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

#### The Nominating Committee

The Nominating Committee shall prepare a slate of proposed nominees in time for the Notice of the Annual Congregational Meeting. A past president appointed by the current president shall convene the first meeting of the Nominating Committee each year, and shall serve as an advisor to the committee.

#### The Finance Committee

The Finance Committee consists of the Treasurer, who will serve as chair, and two at-large members. It shall meet at least quarterly to review financial reports, develop an annual budget, anticipate future needs, plan and implement the pledge drive and major fundraising efforts, and develop/carry out policies to guide the administration of financial procedures.

## **Appendix B**

### **Special Committees and Task Forces**

Special committees, including their purpose, and policies and procedures relevant to their appointments and operations, will be established and maintained by the Governing Board.

Special committees are committees that represent ongoing areas of responsibility, such as the following examples, that are primary to the mission and purpose of the Fellowship, or are necessary to carry out its mission.

- Buildings and Grounds Committee  
Ensure our building and grounds are safe, comfortable, attractive, meeting program and congregational needs and always moving toward a "greener" future.
- Caring Committee  
Support our members and friends in times of need and joy.
- Lifespan Education Committee  
Deepen and strengthen the bonds of our fellowship and community with opportunities to learn together.

- Membership Committee  
Ensure the growth and retention of our membership.
- Program Committee  
Ensure every Sunday service challenges and inspires us in our faith and service.
- Social Justice Committee  
Create opportunities to engage in social justice programs that reflect the congregation's mission and benefit the larger community.
- Communications and Marketing Committee  
Support fellowship sustainability with engaging communications and outreach to build community

Task Forces, including their purpose, policies and procedures relevant to their appointments and operations, will be established and maintained by the Governing Board. Task forces are intended to be short-term (less than one year) and focused on a single project or issue. The President, or his or her designee, will appoint the chair and members of a task force.