

## BYLAWS

### The Unitarian Universalist Congregation of Greenville, North Carolina Incorporated

- Article I. Name. The name of this religious society shall be The Unitarian Universalist Congregation of Greenville, North Carolina Incorporated.
- Article II. Purpose. The purpose of this congregation shall be to aid, strengthen, and further reverence for life and to affirm and promote:
- 1 The inherent worth and dignity of every person;
  - 2 Justice, equity, and compassion in human relations;
  - 3 Acceptance of one another and encouragement of spiritual growth in our congregation;
  - 4 A free and responsible search for truth and meaning;
  - 5 The right of conscience and the use of the democratic process within our congregation and in society at large;
  - 6 The goal of world community with peace, liberty, and justice for all;
  - 7 Respect for the interdependent web of all existence of which we are a part.
- Article III. Affiliation. This Congregation shall be a member of the Unitarian Universalist Association and of the Thomas Jefferson District of the Association.
- Article IV. Membership. Any person may become and remain a voting member of this Congregation who is at least sixteen years of age, is in sympathy with its purpose, has signed the membership book, and has made a contribution of record within the previous or current fiscal year. Family contributions shall apply to all voting family members.
- Article V. Congregational Meetings. The Congregation shall have regular programs or services. An Annual Meeting shall be held in May at such time and place as shall be fixed by the Board of Trustees. Special Meetings may be called by the Board of Trustees and shall be called at the written request of any five voting members. Voting members shall be notified in writing at least seven days in advance of the time, place, and agenda of the Annual Meetings and Special Meetings. "In writing" means "mailed for expected arrival", "hand delivered", or "e-mailed" if pre-approval of the recipient for such e-mail notification is on file with the Secretary. Business transacted shall be affirmed by a two-thirds (2/3) vote of voting members present. A quorum of one half (1/2) of the voting members is required to be present for making decisions. Votes by proxy are allowed to count towards quorum. Proxies must be in writing and signed by the member. No member shall cast more than two votes (their own plus one proxy).

Article VI. Board of Trustees. The Board of Trustees (herein after also referred to as “The Board”) shall have general charge of the property of the Congregation, and the conduct of its business affairs and control of its administration, including the appointment of such committees as it may deem necessary. The Board shall fill vacancies, and persons so appointed shall serve the unexpired term of office. The Board may approve out of budget expenses up to 5% of the budget. All Board members shall be elected by a majority of the votes cast.

The Board shall consist of a President, Vice-President, Immediate Past President, Secretary, Treasurer, and two (2) At-Large Members (3 At-Large Members if the Immediate Past President cannot serve). The outgoing Vice-President shall normally be elected to the position of President. All serve for two (2) years, except for the Vice-President, President, Immediate Past President, and any at-large member elected to replace the Immediate Past President, who serve for one (1) year. The Treasurer shall be elected in odd numbered years and serve for two (2) years. The Secretary shall be elected in even numbered years and serve for two (2) years. One of the At-Large members shall be elected in odd numbered years and the other in even numbered years. The Vice-President shall serve as Chair of the Program Council.

No person shall serve more than two consecutive terms in the same office or hold two offices at the same time. Those so elected shall constitute the Board of Trustees and shall hold their offices until their successors have been elected and qualified. Officers shall perform the duties usually pertaining to these offices. The Secretary shall make minutes of Board meetings and of Standing Committee meetings available for perusal by members of the Congregation within a reasonable time after those meetings. All Board Members and Committee Chairs shall be voting members of the Congregation.

A Board Member may be removed from the Board by 2/3 vote of the Congregation at a Congregational Meeting called as specified in Article II. The Board may suspend a Board Member if 70% of the other Board members vote to do so. The suspension shall continue until the next Congregational meeting unless the member is reinstated by a majority vote of the Board.

Article VII. Committees.

There shall be a Nominating Committee of three people who shall be voting members of the Congregation. It shall consist of the Immediate Past President and two members elected by the Congregation at the Annual Meeting. If the Immediate Past President is unable or unwilling to serve, then a third member shall be elected by the Congregation at the Annual Meeting. At most one of its members, and not its Chair, may be a member, or member elect, of the Board of Trustees at the time of the election. It shall choose, for election at the following Annual Meeting, at least one candidate for each Board position up for election and for each Nominating Committee position. The Nominating Committee shall also solicit volunteers to serve as Committee Chairs for appointment by the Board of Trustees. If a vacancy on the Nominating Committee occurs, the vacancy shall be filled by the Nominating Committee until the next Annual Meeting.

Standing Committees shall be established as set out in the Policy Manual, with each committee's authority and responsibilities set out therein. The newly elected Board shall meet after election at the Annual Meeting, but before the new fiscal year begins, to appoint chairs for Standing Committees for the upcoming year with recommendations from the Nominating Committee and the outgoing Board. Committee Chairs shall serve until the end of the fiscal year for which they are appointed, and may be reappointed as directed in the Policy Manual. Committee Chairs may be removed or temporarily suspended by a majority vote of the Board, and may also be removed by a 2/3 vote at a Congregational Meeting called as specified in Article II.

Standing committee membership shall be open to members and non-members of the congregation. Members of committees shall be approved by the Board. Standing Committee Chairs shall be responsible for making committee decisions and approving committee expenditures listed in the approved budget. Expenditures exceeding the approved budget, or for purposes not specified in the budget, shall be approved by the Board. In emergencies, the Board President may approve these expenditures. The Standing Committee chairs shall make up the Program Council. The Program Council shall meet at least quarterly. The Vice-President shall chair the Program Council and call the meetings.

The Endowment Committee shall be appointed by the Board and shall report at least annually to the Board and Congregation on the Endowment Fund Balance and disbursements of funds. It shall make recommendations to the Board concerning investment of the Endowment Fund and disbursement of income from the fund. The Board shall review the Endowment Committee recommendations and, by majority vote,

determine how to invest the funds and disburse income. Any use of the Endowment Fund principal must be approved by a two-thirds (2/3) majority of the members present at a Congregational meeting called as described in Article V above. The Endowment Committee shall coordinate with the Finance Committee Chair.

Other ad hoc committees and subcommittees to standing committees may be appointed by the Board. The Board shall define the purpose, membership, and authority of such committees when they are created, and may revise the purpose, membership, and authority at any time.

Standing committees shall furnish minutes of their meetings to the Secretary of the Board who will see that they are archived by year.

#### Article VIII. Minister

The Minister serves as the spiritual leader of the Congregation and enjoys the right of free expression in the pulpit. The Minister shall share responsibility with the Board for the Congregation's spiritual, interpersonal, and communal interests and concerns.

The minister participates on the Board as an ex officio member without vote. The minister is kept informed about all Board activities and is consulted for recommendations and suggestions in problem-solving and in the design and implementation of new programs and policies. The Minister shall be an ex-officio member without vote of any committee except the Nominating Committee and Committee on Ministry.

A Lay or an Interim Minister may be hired by the Board. A Settled Minister shall be nominated by a search committee elected by the Congregation at a Congregational Meeting. The Nomination shall be approved by at least 4/5 of the votes at the meeting. Compensation, duties, and terms of employment and dismissal shall be based on the contract approved by the Board.

A Minister may be dismissed by a simple majority vote at a Congregational Meeting. The Board may temporarily (by vote of a majority of members) suspend a Minister until the Congregation can meet.

Article IX. Fiscal Year and Financial Oversight. The fiscal year shall begin July 1 and end June 30. By the end of the fiscal year the Board of Trustees shall appoint a person, not the Treasurer, to conduct a review of the financial records of the Congregation and provide a report to the Board.

Article X. Rules and Policy Manual. The latest revised edition of Robert's Rules of Order shall be the final authority at all Board, Committee, Subcommittee,

and Congregational meetings unless at the beginning of any meeting a three-fourths vote of those present shall adopt other rules of order. The Board of Trustees shall maintain a Policy Manual, available for perusal by members of the Congregation.

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

Article XII. Dissolution. In the event of the dissolution of the Congregation, all outstanding debts shall be paid and the remaining assets, both real and personal and including all property heretofore and hereinafter donated to the said Congregation, shall become the property of the Unitarian Universalist Association, 25 Beacon Street, Boston, Massachusetts, or its successor, subject to all applicable laws.

This amended document was approved at the Special Meeting on April 6, 2008.