



## **BYLAWS**

### **ARTICLE I - NAME**

The name of this religious community shall be the Unitarian Universalist Church of Catawba Valley, hereinafter referred to as the UUCCV.

### **ARTICLE II - PURPOSE**

The purpose of UUCCV is to organize as a religious community that has at its heart these principles: a recognition of the inherent worth and dignity of every person; a belief in the need for justice, equity and compassion in human relations; a commitment to a free and responsible search for truth and meaning; acceptance of the right of conscience and the use of the democratic process within our congregation; a desire to further the goal of world community with peace, liberty, and justice for all; and a deep and abiding respect for the interdependent web of all existence of which we are a part.

### **ARTICLE III - DENOMINATIONAL AFFILIATION**

The UUCCV is a member of the Unitarian Universalist Association (UUA) and the Southern Region of the UUA or its successor. The UUCCV will make an annual financial contribution to the UUA.

### **ARTICLE IV - GOVERNANCE**

The ultimate authority of the UUCCV is the membership. A Board of Trustees (BOT) is elected by the membership, acts on behalf of the membership, oversees the business affairs of the UUCCV, and carries out responsibilities assigned to it by the voting membership and by these bylaws.

## **Section 1: Members of the Board of Trustees**

The BOT shall consist of five to seven voting members, President, President-Elect, Secretary, Treasurer, and one to three Trustees at Large. The minister serves as an ex officio non-voting member.

## **Section 2: Eligibility**

Only members of the church (see Article VI) may serve as a member of the BOT.

- A. Nominees must have been a member for a minimum of one year at the time of the annual meeting when they are elected to serve as Treasurer, Secretary, or Trustee.
- B. Nominees must have been a member for a minimum of two years at the time of the annual meeting when they are elected to serve as President-Elect. This may be waived to a one-year period if a UUCCV member has been a member at another UU church for at least a year.
- C. Only one member of a household is eligible to serve on the BOT at any given time, and first-degree relatives may not serve at the same time.

## **Section 3. Nominations**

The BOT will appoint a nominating committee, (See Article VII) which will procure a slate of candidates for the BOT to be presented to the membership for its consideration and vote at the annual congregational business meeting in accordance with the following subsections:

- A. The President-Elect is elected for a two-year term every year. They will serve two consecutive years as follows:
  - 1. Year one: President-Elect
  - 2. Year two: President
- B. The Treasurer and one to two Trustees at Large are elected for two-year terms in even years. The Trustee(s) at Large position is only elected in the even years if there is a 6- or 7-member BOT.
- C. The Secretary and one Trustee at Large are elected for two-year terms in odd years.

D. At the annual meeting, nominations from the floor may be made for any open BOT office. Voting will then occur, and the candidate with a majority of votes is elected.

E. Any member appointed or elected to replace a departing member will serve until a new election occurs (see Section 5).

#### **Section 4. Re-election**

Any BOT member is eligible for nomination and election to any board position at the conclusion of their two-year term. The exception is the President and President-Elect, who may not serve two consecutive terms in that position. No BOT member may serve more than four consecutive years on the BOT. The Secretary shall track terms served.

#### **Section 5. Vacancies**

The BOT will appoint member(s) to fill vacancies until the next annual meeting at which time election will occur. The appointed member will serve until the end of the replaced member's term.

#### **Section 6. Terminations**

Any member who is absent from three consecutive board meetings may be asked by the BOT to resign. BOT members may be removed by a majority vote of the BOT for violations of the Covenant of Right Relations.

#### **Section 7. Duties**

Specific duties of the BOT members and the minister are indicated as follows:

##### **7A. The Board of Trustees**

The BOT shall have charge of the property of the UUCCV, shall conduct its business affairs, and shall control its administration. The BOT shall also ensure that all UUCCV assets are managed according to accepted accounting and auditing practices. Each member will have one vote. Votes must have a majority to pass. The general duties of the BOT shall be to develop goals, objectives, and long-range plans in order to realize the purposes of the UUCCV as set forth in Article II.

**7A1.** The BOT may hire interim, contract and consulting ministers.

**7A2.** A Ministerial Search Committee will be formed by the BOT for the purpose of interviewing candidates to serve as called\_minister. The Search Committee makes recommendations to the BOT and congregation. Salary and duties will be specified in a letter of agreement drafted by the Search Committee. The BOT will negotiate a contract.

### **7B. The Minister**

The minister shall lead Sunday services and other religious ceremonies (e.g., weddings, funerals, special events), including some religious education sessions. The minister or invited guest speaker enjoys freedom of the pulpit. The minister is also available for counseling members at their request. The minister advises committees and consults on administrative affairs as needed including setting direction for the congregation. The minister represents the UCCV in denominational matters and acts as a spokesperson to the community. BOT officers and appointees may also engage in representation, for example as delegates to the UUA General Assembly, in District meetings or in other capacities. In the absence of a minister, the BOT may take on or assign these duties to congregational members.

### **7C. The President**

The President shall preside over all regular meetings of the BOT and at special business meetings. The President shall also be responsible for chairing the annual business meeting of the UCCV, at which time a church status report is presented.

### **7D. The President-Elect**

The President-Elect shall serve as the presiding officer any time the President is not available. As indicated in ARTICLE IV, Section 3, the President-Elect will automatically rotate into the Presidency when the President's term is completed or if the President is unable to complete their term. The President-Elect serves as a member of the Council on Ministry

### **7E. The Secretary**

The Secretary shall be responsible for correspondence, church records, and the minutes of business and BOT meetings. The Secretary shall ensure that meeting minutes are disseminated to the congregation.

## **7F. The Treasurer**

The Treasurer is responsible for accepting, managing, and disbursing UUCCV assets as directed by the BOT. The Treasurer will render a current financial statement at the annual business meeting of the UUCCV and at other meetings as requested by the BOT. The Treasurer will serve on the Finance Committee.

## **7G. The Trustee(s) at Large**

The Trustee(s) at Large shall support the functions of the BOT.

## **Section 8. Meetings**

The BOT shall meet at a minimum monthly, at a time and place agreed upon by the members and the Minister. BOT meetings will be open to church members unless personal and confidential matters are to be discussed as determined by the BOT.

## **Section 9. Quorum**

A simple majority of the members of the BOT shall constitute a quorum.

## **Section 10. Meeting format and attendance**

BOT meetings may be held via any means of communication, as long as members participating may hear each other during the meeting. Anyone participating in a remote fashion, by phone or other means, is deemed present in the meeting. Minutes shall reflect whether members were present in person or remotely.

## **Section 11. Staff**

The BOT is responsible for hiring/firing and evaluating any staff determined to be necessary for church function.

## **ARTICLE V – FISCAL AND CHURCH CALENDAR**

### **Section 1. Fiscal year**

Unless otherwise directed by the BOT, the fiscal year of the UUCCV shall run from July 1 to June 30.

## **Section 2. Calendar Year**

The church calendar shall also run from July 1 through June 30. Following the annual meeting in May (See Article IV, Section 1), newly elected members shall work with the outgoing board on new member orientation, training, and transition during the months of May and June. They shall assume office on July 1.

## **ARTICLE VI - MEMBERSHIP**

### **Section 1. Qualifications**

Any person eighteen years of age or older who agrees with the stated purposes of the UCCV and is willing to make an annual contribution of record may become a voting member of the church. Any person thirteen through seventeen years of age agreeing with these purposes may become a non-voting associate member. Members are expected to be familiar with the bylaws of the UCCV and to have an understanding of Unitarian Universalism. Membership is open to all persons regardless of race, color, sex, sexual orientation, gender identity or national origin.

### **Section 2. Process of Becoming a member**

The BOT may prescribe the process of becoming a member and may wish to include an orientation on the history and current status of Unitarian Universalism. The BOT shall also make new members aware of the responsibilities of membership including volunteer and financial support of the UCCV.

### **Section 3. Membership Recognition**

The BOT shall keep a list of current members and new members shall be introduced to the congregation at a regular service by the minister or representative of the BOT.

### **Section 4. Withdrawal from Membership**

Any member may withdraw from membership in the UCCV per the Membership Policy.

## **Section 5. Removal from Membership**

The BOT may remove an individual from UUCCV membership per the Membership Policy. In addition, members who have not made a contribution of record for a period of one year will be contacted by the BOT or designee and may be removed from membership if no further interest is indicated. The Treasurer will report to the BOT a list of individuals who have made a contribution of record on at least an annual basis.

## **ARTICLE VII - MEETINGS OF MEMBERSHIP**

### **Section 1. Annual Business Meeting**

The annual business meeting shall be held each year in the month of May. The meeting will be held at such place or no place solely by means of remote communication, as may be determined by the BOT.

### **Section 2. Called Meetings**

Special business meetings may be called by the BOT or at the written request of twenty percent (20%) of the membership.

### **Section 3. Notice of Meetings**

The business to be transacted shall be set forth in a notice communicated by electronic or written means to all members at least ten (10) days prior to the Annual Business or Called Meetings. The BOT's notice shall state: the date, time, and place of meeting; agenda; text of any resolutions to be considered at the meeting; when elections are to be held, list of nominees. If a vote is planned, the notice will include a proxy voting form. New items not outlined in the notification may be discussed at a meeting, but may not be brought for a vote.

### **Section 4. Quorum**

Forty percent (40%) of the membership shall constitute a quorum. The quorum shall be counted with those members in actual or virtual attendance. Proxy votes will not count towards the quorum.

## **Section 5. Proxy**

Members unable to attend a meeting actually or virtually may vote by proxy only on items which have been announced in a notice sent to all members at least ten (10) days prior to the Annual Business or Called Meeting. The proxy vote will not apply to items for which there are amendments or other modifications added during the meeting. A proxy assignment must be delivered in person, by standard mail, or by email to the church operations assistant before or on the day of the announced meeting. Proxy voting shall not be used for terminating the minister or dissolving the congregation.

## **ARTICLE VIII - COMMITTEES**

### **Section 1. Operations of UUCCV**

The BOT approves committees, individuals, teams, and task forces to meet the various operational needs of the church and the fulfillment of the church's mission. Program areas include such functions as finance, stewardship, membership, caring, worship, music, social justice, community building, religious education, building, grounds, policies, adult spiritual development, personnel.

### **Section 2. Special Committees**

#### **A. Council on Ministry**

The Council on Ministry (COM) shall consist of three to five members and the minister. Members shall serve two-year terms as follows: two members may be selected by the minister and approved by the BOT in even numbered years, and two members may be selected by the BOT and approved by the minister in odd numbered years. The President-Elect shall serve on the Council on Ministry. In the absence of a sitting minister, his/her nominations shall come from the Council on Ministry. These members may not serve more than two consecutive two-year terms. If a member leaves for any reason, they will be replaced by the body that appointed them and complete the term of the individual they replaced. The minister shall serve as an ex-officio non-voting member. The mission of the COM is to strengthen the quality of the UUCCV ministry in the congregation and in the community.



## **B. Nominating Committee**

The Nominating Committee shall consist of three UUCCV members appointed by the BOT prior to March 1. No member of the BOT who is eligible for re-election may serve on the Nominating Committee. At least two of the committee members must not be outgoing BOT members. The committee may be chaired by an outgoing member of the BOT. The Nominating Committee shall identify potential BOT candidates to present to the sitting BOT for screening and then present these candidates to the annual meeting for election. Members of the Nominating Committee are not eligible to become officers of the BOT, and may not resign the Nominating Committee to accept a nomination to the BOT.

## **Section 3. Membership of Committees**

Except for the Nominating Committee and COM, members of committees do not have to be members of UUCCV. However, committees must be chaired by members of the church.

## **ARTICLE IX - CHURCH FINANCES**

### **Section 1. Budget**

The Treasurer will present an annual budget to the BOT for review and then to the congregation for discussion and approval at the Annual Meeting.

### **Section 2. Special Funds**

Special funds, such as memorial or designated-use funds, shall be placed in accounts with two congregation members including either President or Treasurer and authorized by the BOT to sign on the account. Only one of the authorized signatures is required to transfer funds to the regular checking account. All transfers must be authorized by the BOT.

### **Section 3. Approvals**

Congregational approval is required for:

- Purchase or sale of real estate property
- Any expenditure over \$10,000 (approval can be obtained as a line item in the budget)

#### **Section 4. Asset Management**

Church financial assets are managed according to financial policies approved by the BOT.

#### **ARTICLE X. CALL AND DISMISSAL OF THE MINISTER**

A congregational vote of at least 80% of members present is necessary to call a minister. To dismiss a Called Minister, or to call for resignation, a majority vote of the congregation is necessary. Twenty percent of the UUCCV membership may initiate the dismissal of the minister.

#### **ARTICLE XI. AMENDMENTS**

These bylaws may be amended or replaced at any congregational business meeting of the UUCCV by a vote of 2/3 of those present and voting. Notice of any proposed changes shall be contained in the notice of the meeting ten days prior to the meeting, as set forth in Article VII.

#### **ARTICLE XII - DISSOLUTION**

Should the UUCCV cease to function and the membership vote to disband, any or all of its assets shall be transferred to a special account with a "limited life" the length which would be decided by disbanding members with the understanding and agreement that the special account would be the financial basis for a new congregation within the specified time frame. If the time frame is not met, the funds would be transferred to the Unitarian Universalist Association. Legal documents will be drawn at the point of disbanding.

**END OF BYLAWS**

**History:**

- May 4, 2014,
- February 21, 2016
- Approved by the Congregation on April 25, 2021, the President was Nancy Hatley
  - Minor revision and Approved by the Congregation on April 10, 2022; The President was John Shirreffs