

**BYLAWS OF
BUCKMAN BRIDGE
UNITARIAN UNIVERSALIST CHURCH**

(Adopted February 9, 2020)

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Article I. NAME

The legal name of this organization shall be BUCKMAN BRIDGE UNITARIAN UNIVERSALIST SOCIETY, INC., but it shall do business as BUCKMAN BRIDGE UNITARIAN UNIVERSALIST CHURCH and may be referred to herein as BBUUC, the Church, and/or the Congregation.

Article II. PURPOSE

The purpose of the Church is to foster liberal religious living through worship, study, service and fellowship, as contained in the Seven Principles of Unitarian Universalism, outlined below:

1. The inherent worth and dignity of every person.
2. Justice, equity and compassion in human relations.
3. Acceptance of one another and encouragement to spiritual growth in our congregations.
4. A free and responsible search for truth and meaning.
5. The right of conscience and the use of the democratic process within our congregations 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. DENOMINATIONAL AFFILIATION

The Church shall be a member of the Unitarian Universalist Association of Congregations and the Southern Region of the Unitarian Universalist Association of Congregations.

Article IV. CONSTRUCTION AND INTERPRETATION OF BYLAWS

Section 1. Mail

The term "mail" shall mean any currently recognized form of notification including, but not limited to: carriers such as USPS, UPS, FedEx, DHL, etc., dated facsimile (fax), or e-mail.

Section 2. Personal Identity

Any reference to "personal identity" means any characteristic of such person's personal identity, such as (but not limited to) race, creed, national origin, gender, age (except for any minimum age requirement), ability, gender identity, or sexual orientation. The examples given in the previous sentence of certain aspects of personality identity are specifically included in these bylaws to emphasize that they, in particular, officially have no relevance to determining membership or employment status.

Section 3. Board of Directors

The term "Board" shall be synonymous with the "The Board of Directors."

Article V. MEMBERSHIP

Section 1. Attaining Membership

Any person sixteen (16) years of age or over who demonstrates commitment to the purposes and programs of the Church, and who desires to undertake the requirements of membership, may become a Member of the Church, provided the individual agrees to:

1. Complete new member orientation classes (except for individuals transferring directly from another UU congregation, individuals who were former members of the Church who wish to be reinstated as Members, or former long-term students of our religious education program who decide to join as adults);
2. Make annual recordable financial contributions to the Church;
3. Support the Church through service as able;
4. Observe the Covenant of Right Relationship (as approved and revised by the Congregation from time to time); and
5. Sign the membership book.

If the individual is reinstating or transferring membership, approval by the Board and Membership Chair(s) is required in advance. The Church embraces new Members without regard to any aspect of their Personal Identity. In addition, the Board is authorized to be understanding and compassionate in providing exemptions from the requirement(s) to provide annual financial contributions and service when individual circumstances warrant.

Only Members may:

- a. Vote at an Annual or Special Meeting of the Church;
- b. Hold elected office or be appointed as a committee chairperson; or
- c. Receive additional membership benefits as may be described in written policies and procedures adopted by the Board (such as discounted fees for the use of Church facilities).

Only Members or Church staff (such as the Religious Education Director) may be designated as official delegates or representatives of the Congregation. Individuals demonstrating commitment to the purposes and programs of the Church, but not meeting all membership requirements, will be considered Friends of the Church provided that they observe the Covenant of Right Relationship at all times. They may participate in church activities and serve on committees as determined by Church policy, but may not vote, serve as committee chairs or in elected positions.

Associate Member: Any person under eighteen (18) years of age, and who is at least thirteen (13) years of age, with parental or legal guardian approval, may become an Associate Member of the Church by signing its membership book. In addition, the Board of Directors may designate any formerly active Member as a Member Emeritus, who shall be an Associate Member. An Associate Member shall have a voice in the Church's proceedings, but shall not be entitled to vote at membership meetings and shall not count toward the quorum requirement of Article V¹. The financial or service contribution requirement applicable to Members shall not apply to Associate Members. Any reference in these bylaws to Members shall not include Associate Members, but for

¹ Article V moved to Article X. Quorum is Section 4.

all other purposes, there shall be no distinction between Members and Associate Members under these bylaws. (Associate Members shall generally be able to participate in day-to-day Church activities on the same basis as Members, with such limited exceptions as the Board may deem appropriate for a particular activity.)

Section 2. Annual Update to Membership Roster

Each Year, the Board of Directors, after consulting with the Caring and Membership Committees, will review the participation and fulfillment of membership requirements of any Member whose membership status is in doubt. The Board of Directors at its November meeting (or its next meeting thereafter if there is no November meeting) shall designate a Board member to personally contact any Member whose status is in doubt, inquiring into the Member's interest and intentions. The Board member shall invite the Member in question to renew the Member's personal involvement by committing to fulfill membership requirements. If personal contact cannot be made, a letter shall be sent to the last known address of the Member by mail. After three (3) weeks from the date of mailing the letter of inquiry, if no reply requesting continuation has been received, the Board of Directors shall delete the Member's name from the membership rolls.

Article VI. BOARD OF DIRECTORS

Section 1. Composition

The Board of Directors shall consist of the following members: President, Vice President, Secretary, Treasurer, and three Trustees. The Minister shall be an Ex Officio member of the Board of Directors.

Section 2. Powers and Duties

- All powers and duties are subject to these bylaws and the direction of the membership at duly called meetings.
- Property of the Church is the responsibility of the Board of Directors.
- Business affairs of BBUUC are the responsibility of the Board of Directors.
- Policies shall be approved by the Board of Directors and shall be consistent with and help to further implement the congregation's mission and stated direction.
- Council of Committees shall be presided over by the Board-appointed member.
- Chairs of standing committees and task forces shall be appointed by the President with the approval of the Board of Directors. At the beginning of the fiscal year, the Board will approve new Chairs and reaffirm continuing Chairs.

Section 3. Meetings

- Regular meetings of the Board of Directors shall be held at least quarterly at the discretion of a majority of the Board of Directors. All Members of the Church may attend and have the right to speak at regular Board Meetings. Time and location of regular Board meetings must be on the BBUUC calendar at least 5 days prior to the meeting.
- The President or majority of Board may convene an executive session as part of, or separate from, a regular Board meeting, when confidential topics are to be discussed. Attendance at these sessions is limited to Board members and invited guests. Minutes from executive sessions are kept separate and confidential.

- The President or majority of Board may convene a special meeting. These meetings can be used for discussion or to conduct urgent business. If there is any voting, minutes must be taken and appended to the minutes of the next regular Board meeting.

Section 4. Voting

- A majority of the Board of Directors shall constitute a quorum, and a majority of those present shall decide any vote, except when otherwise specified in these bylaws.
- There shall be no voting by proxy at Board Meetings.
- If no Board member objects, noncontroversial or urgent matters can be voted on by email.
- All votes taken during a regular Board meeting, shall be recorded in the minutes.
- When it does not break confidentiality, votes taken in an executive session shall be recorded in regular meeting minutes.
- All votes taken between regular Board meetings, shall be reaffirmed at the next regular Board meeting and recorded in the minutes.

Article VII. DUTIES OF OFFICERS, TRUSTEES

Section 1. President

- Presides over Church meetings.
- Presides over Board of Directors meetings.
- Ex Officio member of all committees.
- Responsible for the integrity of the decision-making process.
- Ensures that the duties of the Board are carried out as specified in policies and these Bylaws.

Section 2. Vice President

- Assists the President in the performance of that office.
- Performs duties of that office in the absence of the President.
- Performs duties of that office if the President shall become unable to fulfill the duties of the office.
- Carries out other duties as assigned by the Board.

Section 3. Secretary

- Holds overall responsibility for the integrity of the non-financial documents created by the work of the Board.
- Maintains all non-financial confidential records.
- Ensures creation of accurate minutes of all official meetings of the Church and the Board of Directors.
- Ensures an accurate roster of the Members of the Church is maintained.
- Carries out other duties as assigned by the Board.

Section 5. Treasurer

- Disburses funds under the direction of the Board of Directors.
- Keeps a complete account of the finances of the Church in books, which shall remain the property of the Church.
- Keeps the confidentiality of all personal pledges and payments.

- Renders a current statement at each regular meeting of the Board of Directors.
- Makes such statement available to Members of the congregation.
- In absence of the Treasurer, the Finance Committee Chair will assume the duties of this office.

Section 6. Trustees

- Keep abreast of the business and programs of the church.
- Participates in meetings of the Board of Directors.
- Carries out other duties as assigned by the Board.

Article VIII. LEADERSHIP DEVELOPMENT

Section 1. Composition

Leadership Development shall consist of three (3) BBUUC members elected by the members of the congregation at the Annual Meeting.

Section 2. Powers and Duties

- Nurture the long-term health and vitality of the congregation’s leadership pool.
- Identify potential leaders.
- Provide training for current and potential leaders.
- If requested by the Board, act as process observer at meetings or facilitate self-reviews of the Board or other groups.
- Identify support resources for leaders.
- Advise the Board in recruiting or appointing committee, task force, or ministry chairs.
- Perform other duties as specified in these Bylaws.

Article IX. NOMINATIONS AND ELECTIONS

Section 1. Elected office: Term length and limits

- President, Vice President and Secretary
 - are elected for a one (1) year term
 - only be elected to the same position two (2) consecutive times.
- Treasurer
 - is elected for one (1) year term
 - no term limits.
- Trustees
 - are elected for two (2) year terms except when 3 trustees are elected at the same annual meeting. In that case, one of the 3 will be selected using Board procedure, to have a one-year term.
 - can only be elected two (2) consecutive times.
 - If a trustee will not serve the second year of their term, their term will be truncated to a single year.
- Leadership Development Committee

- are elected for two (2) year terms except when three (3) committee members are elected at the same annual meeting. In that case, one of the three (3) will be selected using Board procedure, to have a one (1) year term.
- can only be elected two (2) consecutive times.
 - If a committee member will not serve the second year of their term, their term will be truncated to a single year.
- Only Members who are not employees of BBUUC shall hold elected office.
- A Person must be a member for at least a year to run for an elected office.
- Board members shall not be related by blood, marriage, or domestic partnership.
- Terms will begin at the start of the fiscal year (July 1st).

Section 2. Election Preparation

- The Leadership Development committee will solicit members to run for office.
- Nominees must be Members, be notified in advance, and consent to having their names placed into nomination.
- In order to be nominated, a member must have one of the following:
 - Support of the Leadership Development committee
 - Signatures of ten (10) members submitted to the Board at least four (4) days before the annual meeting.
- The list of candidates that are known thirty (30) days prior, must be submitted in writing to the congregation at least ten (10) days prior to the Annual Meeting.

Section 3. Holding Elections

- Elections are held at the annual meeting in May.
- The Leadership Development Committee shall place the names in nomination.
- Floor nominations are only allowed for Board officer positions if no one has been nominated for that position before the meeting.
- Floor nominations are only allowed for Trustee or Leadership Development positions if there are unfilled positions after the nominated members are elected.
- If an election is uncontested, the candidate shall be elected by acclamation.
- Contested elections will be voted by secret ballot. The member with majority of the votes wins. If a runoff election is required, Board election procedures will be followed.
- The Board shall approve a procedure, compatible with these Bylaws, that will specify other details of elections.

Section 4. Vacancy in Elected Office

- If the office of President becomes vacant, the Vice President shall assume the office of President.
- If the office of Treasurer becomes vacant, the Finance Chair shall assume the office of Treasurer.
- If any other elected office becomes vacant, the Board will appoint a Member to that position to serve until the end of the current fiscal year.
- A partial term does not count for term limits.

Article X. MEETINGS OF THE MEMBERSHIP

Section 1. Annual Meeting

The Annual Meeting shall be held in May at a place and time designated by the Board of Directors. At the Annual Meeting the officers, Leadership Development Committee, and Trustees as required shall be elected, and the annual financial report and other committee reports for the current year shall be presented. The budget for the following fiscal year shall be voted on. Action at the Annual Meeting shall be limited to matters stated in the Notice for that meeting.

Section 2. Special Meetings

Special meetings of the membership may be called by the Board of Directors. When requested by petition signed by a minimum of twenty-five (25) percent of the Members of the Church, a special meeting must be called within four (4) weeks by the Board of Directors upon receipt of such petition. Action at any special meeting shall be limited to matters stated in the notice of such meeting.

Section 3. Notice

Written notice of Annual and special meetings of the Church stating the time, place and agenda of the meeting shall be mailed to the Members not less than ten (10) days prior to the meeting.

Section 4. Quorum

Twenty-five (25) percent of the Members qualified to vote shall constitute a quorum for all matters except:

- Amending the Bylaws.
- Articles of Incorporation.
- Approving the purchase of land or a building.
- Calling or dismissal of a called Minister.

The quorum for these exceptions shall be forty percent (40%) of Members qualified to vote. At the annual meeting the Bylaws do not need the increased quorum.

Section 5. Voting

- Proxy votes shall be available only to Members who cannot attend a given meeting for reasons of incapacitation, travel or work. Proxy votes count toward quorum.
- All proxies must be submitted using the Board approved procedure included with the meeting notice.
- A simple majority vote may decide any motion except when a supermajority is required. A simple majority is when there are more yea votes than nay votes.
- A supermajority is when the number of yea votes is equal to or greater than 4 times the number of nay votes.
- A supermajority is required for changes to these Bylaws and any matter that requires the forty percent (40%) quorum, as specified in the previous section.
- Abstentions don't count as a vote but can be used to ensure quorum is still met.

Section 6. Procedure

Except as provided herein and in the Articles of Incorporation, Roberts Rules of Order shall govern all matters of parliamentary procedure. The Board will appoint a Parliamentarian.

Article XI. COMMITTEES

Section 1. Standing Committees

- Standing Committees of the Church are: **Caring, Facilities, Finance, Lifespan Religious Education, Membership, Hospitality, Programming, Public Relations and Communications, Social Action, Stewardship, and Worship.**
- These committees shall consist of three or more persons and shall meet at least one time in any ninety-day period.
- A standing committee may organize and appoint subcommittees to assist with the work of that standing committee without the approval of the Board of Directors. Any such subcommittee shall dissolve automatically at the end of each fiscal year but may be reinstated by the standing committee in the new fiscal year. The Board of Directors retains the discretion to supervise and dissolve any subcommittee created by a standing committee. The formation, reinstatement, and dissolution of any such subcommittee shall be promptly recorded in the minutes of that standing committee.

Section 2. Task Forces

The Board of Directors may organize and appoint Task Forces to assist with the work of the Board. Any such Task Force shall dissolve automatically at the end of each fiscal year unless affirmatively reinstated by the Board of Directors in the new fiscal year. The formation, reinstatement, and dissolution of any Board-appointed Task Force shall be promptly recorded in the Board minutes.

Section 3. Council of Committees

The committee chairs shall assemble as a Council of Committees at least once per quarter, presided over by the Board-appointed person, to network, review, and discuss church activities, and to identify any issues that would require support by the Board of Directors or Congregation. If a committee chair cannot attend a Council meeting, they should send a committee representative. Any ministry or Task Force may send a representative to participate at Council meetings.

Article XII. MINISTRIES

Section 1. Definition

A Ministry of the church is a spiritually motivated group that is driven by our UU principles, our mission and our Covenant of Right Relations.

Section 2. Composition

Ministries are established by and are under the direction of the Board of Directors and continue until the Board determines they are no longer needed or no longer functioning. The Board must approve each Ministry's mission statement and operating policies.

Section 3. Leaders and Advisors

- Youth ministries will have Board approved adult advisers, but the youth will elect their own youth leaders.
- Other ministries will have Board approved leaders.

Section 4. Commitment

BBUUC is committed to having youth and Welcoming Congregation ministries.

Article XIII. FISCAL YEAR

Section 1. Term of the Fiscal Year

The fiscal year shall be July 1 through June 30.

Section 2. Financial Review

The yearly financial review will occur by the end of September.

Article XIV. HIRING PRACTICES

Section 1. Eligibility

Eligibility for Minister of the Church, employees or contractors, shall not be restricted on the basis of any aspect of personal identity. We make reasonable accommodations for the known physical and mental limitations of otherwise qualified individuals with disabilities.

Section 2. Religious Professional Staff

Ministers and Directors of Religious Education report directly to the Board. They serve pursuant to a written agreement and the Board of Directors shall annually review the performance of all Religious Professional employees.

Section 3. Staff not covered in previous section

Staff not covered above include office personnel, childcare workers, Sexton and others. They do not need a written contract and may be employees or contractors, but IRS guidelines must be met. The Board will determine policy on hiring, reporting and review of these staff members.

Article XV. MINISTER

Section 1. Called Minister

- a. **The Role of the Minister:** The Minister shall be responsible with the Members for the guiding of worship and the spiritual interests within the Church. The Minister shall have freedom of the pulpit as well as freedom to express their own opinion outside the pulpit.
- b. **Calling of a Minister:** The Minister shall be called upon recommendation of a Ministerial Search Committee by a supermajority of the Members at any meeting whose notice specifies this vote.
- c. **Dismissal:** The Minister may be dismissed by a supermajority vote of the Members at any meeting whose notice specifies this vote.

Section 2. Acting Minister (such as an interim, contract or developmental minister)

An Acting Minister may be selected with the approval of the Board of Directors and approval of a majority of Members at any Congregational Meeting. This arrangement may be extended or terminated by a majority vote of the Board of Directors and a majority vote of the Members at any Congregational Meeting, or by resignation of the Acting Minister.

Article XVI. AMENDMENTS

The Articles of Incorporation or these Bylaws, so far as allowed by Law, may be amended or repealed at any regular or special meeting of the Church whose meeting notice specified that action. Amendments may be proposed by the Board of Directors or by petition to the Board of Directors by ten (10) Members. Notice of the meeting shall contain in full the proposed change and shall be mailed to each Member not less than ten (10) days prior to the meeting. Further changes to any Bylaws' Article under consideration may be proposed and acted upon at any such meeting. No Article of these Bylaws may be changed unless a change to that Article is proposed in the meeting's notice.

Article XVII. DISSOLUTION

In the case of dissolution of the Church, all of its property, real and personal, after paying all just claims upon it, including any outstanding promissory notes to members/friends, shall be conveyed to and vested in the Unitarian Universalist Association, a UUA District, a UUA member society/church/congregation, the Canadian Unitarian Council, an associated member organization of the UUA or an independent affiliate of the UUA. The Board of Directors of the Church shall perform all actions necessary to affect such conveyance.