

BYLAWS OF UUC

BYLAWS of the Unitarian Universalists in Covenant

as updated August 1, 2010

On May 18, 2009, Orin Sadler created this set of Bylaws drawing heavily on UU Church of Atlanta's Bylaws as well as those of Charlotte and New York. Further UUA Best Practices were consulted as well:

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ARTICLE I. NAME

1. This corporation shall operate under the name “Unitarian Universalists in Covenant,” hereafter referred to as UUC.
2. Whenever the word “Congregation” is used in these bylaws or their amendments, it shall signify the legal organization of this Congregation as herein established and the phrase “a vote of the Congregation” or any similar phrase shall mean a vote of members of the corporation comprising the Congregation at any duly called meeting.

ARTICLE II. PURPOSE

UUC is a community of faith that encourages and supports our individual spiritual quests. UUC is grounded in the principles of the Unitarian Universalist Association (UUA), valuing community, diversity, spiritual growth and development, social justice, and involvement and participation.

ARTICLE III. AFFILIATIONS

1. This Congregation shall be a member of the Unitarian Universalist Association.

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2. Membership in (or equivalent affiliation with) organizations other than the Unitarian Universalist Association shall require a 2/3 majority vote of voting members present at a business meeting of the Congregation. Termination of membership in (or equivalent affiliation with) organizations other than the Unitarian Universalist Association shall similarly require a 2/3 majority vote of voting members present at a business meeting of the Congregation.

ARTICLE IV. AUTHORITY

1. The members of the Congregation, acting together in accordance with the procedures laid out in these bylaws, are the ultimate authority of UUC, with the power

- (a) to call or dismiss a Senior Minister;
- (b) to call or dismiss an Associate Minister;
- (c) to approve a budget annually and to specify the limitations, if any, on the administration of the budget by the Executive (defined below) and staff;
- (d) to approve a Long Range Planning budget
- (e) to buy or sell or lease any interest in real estate; and
- (f) to mortgage, encumber, or commit any asset owned by the Congregation.

2. Subject to the limitations contained in these bylaws, including those specified in Article IV, paragraph 1, the business and affairs of UUC are managed under the direction of the Board of Trustees (the “Board”), in accordance with the Board’s Policies.

3. An Executive or Executive Team (the “Executive”) shall be defined by the Board, and shall usually consist of the Senior Minister only or the Senior Minister and one or more senior staff.

4. The Board maintains control of policies and gives the Executive reasonable latitude to determine the means by which they are carried out. The Board’s direction, oversight, and supervision of the Executive are accomplished by

- (a) adopting written policies providing for limitations on the Executive, and
- (b) holding the Executive accountable for acting within these executive limitations.

5. To carry on the work of the Congregation, the Executive, acting within the scope of the executive limitations adopted by the Board, establishes Teams, consisting of members and friends (as defined in Article V.5) of the Congregation and/or members of the staff.

ARTICLE V. MEMBERSHIP

1. Joining. To become a member of the Congregation, an individual must:

- (a) be sixteen years of age or older;
- (b) be in agreement and sympathy with the purpose of the Congregation as stated in Article II;
- (c) sign the Membership Register Book established and maintained by the Congregation; and
- (d) make a financial contribution of record that is in a form making it attributable to the member.

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Members of a pledging unit that has made a contribution of record shall be considered to have met this obligation.

The Congregation is a welcoming congregation and, subject to these requirements, membership is open to all. This includes individuals identifying with historically marginalized groups (e.g., race, sexual orientation, and gender identity or expression). This also includes individuals from a variety of backgrounds and holding a variety of beliefs.

2. Membership Requirements. Members must make an annual financial contribution of record that is in a form making it attributable to the member. Members of a pledging unit that has made a contribution of record shall be considered to have met this obligation.

3. Voting Eligibility. Members of the Congregation who have been members at least 60 days shall be eligible to vote.

4. Resigning from Membership. The name of any member who so requests in writing shall be removed from the membership list.

5. Non-voting Participants:

a. Friends. Friends of the Congregation (“Friends”) are non-members who participate in the life of the Congregation. Pledging Friends are those who choose to help support the Congregation by making an annual financial contribution of record.

b. Honorary Member. A member who is no longer able to participate in the activities of the church but who wishes to retain an affiliation may be elected to an Honorary Membership in the church upon recommendation of the Membership Committee, favorable action by the Board of Trustees, and notification to the person that Honorary Membership has been conferred.

c. Associate Member. Someone who is at least 16 years old, has completed at least one year of UUA recognized religious education but has not met the membership requirements (beyond their parental pledge unit).

6. Removal from Membership.

a. The names of all members who did not make a contribution of record in the previous fiscal year and who have not recorded a pledge for the current fiscal year shall be removed from the membership list prior to the annual membership report to the UUA. This removal shall occur only after two good faith attempts to contact the member have failed to result in a contribution.

b. A member may also be removed from membership for clearly unacceptable behavior, in accordance with fair and reasonable procedures to be established by the Executive and approved by the Board.

7. Removal from Participation.

A member or friend may also be removed from participation for clearly unacceptable behavior in

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accordance with fair and reasonable procedures to be established by the Executive and approved by the Board.

ARTICLE VI. UUC CALENDAR

1. The fiscal year shall begin on January 1 of each year.
2. The leadership year and the terms of all office holders shall begin the day after the Annual Election Meeting.

ARTICLE VII. CONGREGATIONAL BUSINESS MEETINGS

Section A. Annual Engagements

1. Annual Election. There shall be an annual election held between October 1 and October 15 at such specific time and place as may be fixed by the Board of Trustees.
2. Annual Budget Meeting. There shall be an annual budget meeting held prior to the start of the fiscal year at such specific time and place as may be fixed by the Board of Trustees (usually in November after a Sunday service). The first order of business at this meeting shall be to vote on the proposed budget, but other business that is deemed necessary by the Board of Trustees may also be conducted at the annual budget meeting.

Section B. Special Business Meetings

1. Special business meetings of the Congregation may be called by the Board of Trustees for any purpose it deems necessary. The Board shall call a special business meeting upon written request, stating purpose, of the Senior Minister or of at least ten percent of the voting members of the Congregation if the stated purpose is not in conflict with these bylaws. Such meetings shall be called as soon as practical, but not later than 48 days from the time of receipt of the request by the Board at a regularly scheduled Board meeting.
2. Recall of elected official. This procedure can be used to initiate a recall of an elected official. A simple majority of the congregation would then remove that official from office and election procedures listed under Article VII would be used to fill the vacancy.

Section C. Notice of Meetings

1. Content. The business to be transacted at any business meeting of the Congregation shall be specified in the notice for that meeting.
 - (a) The notice of the annual election shall specify the name and position of each of the officers, trustees, and members of the Nominating and Leadership Development Committee, whose terms of office are then expiring, and the names of the nominees proposed to replace them.
 - (b) The notice of the annual budget meeting shall include a summary of the proposed budget.
 - (c) The notice of a special business meeting originated by petition shall include a copy of the petition.
2. Timing. All business meetings of the Congregation shall be called by the Secretary of the Congregation by mailing notice to every member at least 18 days before the date of such

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meeting. During the services on the two successive Sundays immediately preceding the date of the meeting, an announcement will be made by the minister or by any officer of the Congregation, giving the date, time, place, and subject of the upcoming meeting.

Section D. **Voting**

1. Members who have been members at least 60 days shall be eligible to vote, as described in Article V.1.
2. Proxy voting shall not be permitted.
3. Write-in nominees are allowed for all elections.
4. Unless otherwise provided in these bylaws, transaction of any business shall be by majority vote of the voting members present at a regular or special meeting.

Section E. **Quorum**

Ten percent of the voting members of the Congregation shall constitute a quorum for elections and passage of budgets. For an election accomplished by mail, ten percent of the ballots must be returned for the election to be valid. Thirty percent of the voting members of the Congregation shall constitute a quorum for a meeting to dismiss a minister. Twenty percent of the voting members of the Congregation shall constitute a quorum for bylaw revisions and all other business.

Section F. **Rules Of Procedure**

Unless a different rule is provided in these bylaws, or the UUC Policies & Procedures, the rules contained in the most recent edition of Robert's Rules of Order, Revised, shall govern this Congregation in all cases to which they are applicable. A copy of the charter, bylaws, Policies and Procedures, and Robert's Rules shall be available at all congregational business meetings.

Section G. **Other Meetings**

No meetings other than meetings for worship, the conduct of weddings, dedications, and funerals, religious education, business of the UUC, or activities sponsored by the UUC shall be held in property owned by UUC without prior approval of the Executive Team or its designated representative(s).

ARTICLE VIII. COMMITTEES OF THE CONGREGATION

Section A. **Nominating and Leadership Development Committee**

1. Composition and Terms. The Nominating and Leadership Development Committee shall be composed of seven voting members of UUC. Six members shall be elected by the Congregation for two-year terms. Terms shall be staggered so that three members shall be elected each year. The seventh member shall be elected by a majority vote of the outgoing Board of Trustees for a one-year term. No member of the Nominating and Leadership Development Committee shall serve more than three consecutive years. The chairperson shall be elected by majority vote of the Nominating and Leadership Development Committee members from among the seven members.

2. Responsibilities

(a) Prior to each annual election, the Nominating and Leadership Development Committee shall

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secure nominees for each congregationally elected office for which there are vacancies on the Nominating and Leadership Development Committee and Board of Trustees, including President of the Congregation, President-Elect of the Congregation, a Trustee of Finance, and at-large trustees. Upon request of the Congregation, the Nominating and Leadership Development Committee shall also prepare slates for the Search Committee. All nominees shall be voting members who are qualified and willing to serve.

(b) The Nominating and Leadership Development Committee shall announce and hold public meetings, the last to be held at least one month preceding the election, to permit congregational members to propose nominees.

(c) Upon petition of 25 or more members (or 20% for a congregation size of 50 or less) and the consent of the nominee, the name of any eligible member of the Congregation shall be placed by the Nominating Committee on the slate for any congregationally elected office and designated as nominee by petition.

(d) The Nominating and Leadership Development Committee shall ensure that the Congregation is notified of the slate of nominees.

(e) Upon request of the Board of Trustees, the Nominating and Leadership Development Committee shall prepare slates for elective-office vacancies arising between congregational meetings, and for other positions as the Board may desire.

Section B. **Search Committee**

1. Formation. A Search Committee shall be formed by the Congregation when the need arises to engage a new Senior Minister or Associate Minister.

2. Composition. A Search Committee shall be composed of nine voting members of UUC, seven of whom shall be elected by the Congregation and two of whom shall be designated by the Board of Trustees from the membership of the Congregation.

3. Term: A Search Committee shall continue in operation until a candidate is presented to the Congregation or until the Congregation releases it from its charge or until the Search Committee, by majority vote of itself, requests dissolution.

4. Responsibility. A Search Committee shall search for and select a candidate to present to the Congregation. The Search Committee shall consider but are not restricted to UUA candidating procedures. The Search Committee for an Associate Minister shall consider the advice of the Senior Minister in its deliberations. The Search Committee acts as in the capacity of a Committee on Ministry for the first six months of the new minister's tenure.

ARTICLE IX. OFFICERS OF THE CONGREGATION

Section A **Chief Executive Officer/Team.**

1. The Chief Executive or Executive Team (the "Executive") shall be defined by the Board, and shall usually consist of the Senior Minister only or the Senior Minister and one or more senior staff.

2. Responsibilities and Duties: The Executive Team shall coordinate, integrate, and advocate the "Means" for accomplishing the UUC's "Ends" in accordance with the Board's Policies. The Chief Executive manages the paid staff of the church, and writes their annual performance reports, and recommends their hiring/firing. The Executive will coordinate with all teams and committees that have responsibility with effective functioning of the church.

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3. Accountability: The Executive Team members shall report to the Board individually concerning their areas of responsibility and as a team for collaboration toward overall achievement of the congregation's mission.

Section A. **President**

1. An individual shall succeed to the office of President of the Congregation after having served one year as President-Elect. However, in the event of a mid-term vacancy in the office of President or President-Elect, a President may be elected or appointed who has not served a full year as President-Elect. No individual shall serve more than two consecutive terms as President.

2. The President shall have those responsibilities usually pertaining to the office, including, but not limited to:

- (a) serving as chairperson of the Board of Trustees;
- (b) appointing special committees as may be authorized by the Congregation or Board of Trustees;
- (c) serving as chairperson for congregational meetings;
- (d) appointing an official parliamentarian for congregational meetings;
- (e) causing a count of eligible members to be made prior to each congregational meeting for the purpose of determining the number required for a quorum;
- (f) explaining, at the beginning of all congregational meetings, items relating to the meeting including requirements for voting eligibility, quorum requirements, special rules to be used for the meeting, and any other items the President deems pertinent;
- (g) requesting that the Nominating and Leadership Development Committee or a specially appointed Tellers Committee count votes after a congregational vote.

Section B. **President-Elect**

1. An individual shall be elected by the Congregation, by a majority vote of those voting members present, for a two-year term, the first year serving as President-Elect and the second year serving as President of the Congregation.

2. The responsibilities of the President-Elect shall include, but not be limited to:

- (a) serving as vice-chairperson of the Board of Trustees;
- (b) working closely with and assisting the President in all duties and performing any duties that the President delegates;
- (c) performing the duties of the President during the temporary absence or disability of the President.

Section C. **Trustee of Finance**

1. A Trustee of Finance shall be nominated and elected by the Congregation for a two-year term in accordance with Article VIII, Section A2 of these bylaws. No individual shall serve more than two consecutive terms as Trustee of Finance of the Congregation.

2. The Trustee of Finance serves as the Board's liaison to the Finance Team established by the Executive, sees that the Board is properly advised of financial circumstances and developments, and facilitates the Board's oversight responsibilities with regard to financial management.

3. The Trustee of Finance shall be deemed to be the Chief Financial Officer (CFO) and is authorized to execute legal documents in that capacity.

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Section D. **Secretary**

1. An at-large member of the Board of Trustees shall be elected by a majority vote of the Board to serve a one-year term as Secretary of the Congregation.
2. The Secretary ensures that minutes of meetings of the members of the Congregation and of the Board of Trustees are properly taken and maintained, works with the staff to ensure that other corporate records are properly maintained, and is authorized to execute legal documents in the capacity of corporate Secretary.

ARTICLE X. BOARD OF TRUSTEES

Section A. **Composition**

1. The Board of Trustees (also referred to as the Board) shall consist of seven members, including the President of the Congregation, the President-Elect of the Congregation, the Trustee of Finance, and four at-large members (One of which is reserved for a member aged 21 to 35 as of the day of the election, this seat goes vacant if no candidates are available to fill this position). All trustees shall be voting members of the Congregation.

2. **Optional Youth Representative.** The Board may have a youth representative as an optional ninth member. The youth representative shall serve for a one (1) year term with full voting privileges. There shall be no youth representative on the Board when there is no qualified candidate in the Young Religious Unitarian Universalist (YRUU) youth group. The youth representative must meet the following qualifications: be a member of the church, be an active member of the YRUU youth group, want to be on the Board of Trustees, be willing and able to attend Board meetings, and be willing to report back to the YRUU on a regular basis about the Board Meetings. The nomination and approval procedure shall be as follows: (1) YRUU members shall nominate one (1) or more candidates; (2) YRUU advisors and the Religious Education Director shall review the candidate(s) to determine qualifications; (3) YRUU members shall vote to determine the nominee if there is more than one (1) qualified candidate; (4) the name of the nominee shall be submitted to the Nominating Committee; (5) Approval of the candidate shall be by election at the Annual Meeting.

Section B. **Term**

1. The President-Elect shall be elected by the Congregation for a two-year term, the first year to be served as President-Elect and the second year as President. The Trustee of Finance, and all at-large trustees shall be elected by the Congregation for two-year terms.
2. Terms of at-large trustees shall be staggered so that at least four at-large members shall be elected at each annual election meeting.
3. No member of the Board shall serve more than five consecutive years. No one person shall hold more than one congregationally elected position on the Board at any one time.

Section C. **Responsibilities**

The Board of Trustees shall act as the governing body of UUC in accordance with the instructions provided by the Congregation and the authority delegated by the Congregation in the form of these bylaws and in policies expressed by the Congregation at business meetings of the Congregation. The business and affairs of UUC are managed under the oversight of the Board of

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Trustees, in accordance with the Board's Policies, which shall be in writing and publicly available. The Board's Policies shall include provisions that establish limits upon the Executive's authority, including limits upon the Executive's exercise of discretion and the ethical boundaries within which executive activities and decision-making must take place.

Section D. Meetings

1. All regular and special Board meetings shall be open, and minutes of these meetings shall be available for examination by any member upon request.
2. The Board may go into executive session at any regular or special meeting, but any action agreed to in executive session must be formally voted at the same or the next following open meeting of the Board in order to be binding.
3. Regular Meetings. The Board of Trustees shall meet in at least nine months of the leadership year, or more often, as may be determined by the Board. Regular meetings shall be held on a day chosen by the Board at the principal place of business of the Congregation.
4. Special Meetings. Special Board meetings may be called by the President, or shall be called by the Secretary upon written request of at least majority of members of the Board. Such special meetings may be held at such other times and places as the President may designate. Three days notice by the Secretary in writing, in person, by email or by telephone to all Board members shall be required for all special meetings of the Board. Presence at any meeting by a Board member shall be a waiver of notice. Any action agreed to by a majority of the Membership of the Board shall be official action. A record of such informal consultation, including the vote and the action taken, shall be made part of the Board's official records at its next regular or special meeting.
5. Attendance. Any person serving as a member of the Board who shall have been absent for three regular meetings in any twelve-month period may, at the discretion of the Board, be considered to have resigned.
6. Quorum. A quorum of the Board of Trustees shall be a simple majority of the Board.

ARTICLE XI. COMMITTEES OF THE BOARD OF TRUSTEES

The Board of Trustees may create standing or ad hoc committees, as needed to help it manage its responsibilities.

ARTICLE XII. RESERVES

1. UUC shall maintain two financial reserve accounts:
 - (a) Restricted Reserve. Available only at the discretion of the Congregation, the Restricted Reserve shall be maintained in the amount of at least 3% of the total annual budgeted expenses.
 - (b) Emergency Capital Replacement Reserve. The Emergency Capital Replacement Reserve

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shall be maintained in the amount of at least 4% of the total budgeted expenses. Expenditures over 5% of the total annual budget are subject to the approval of the Board of Trustees.

2. In the event that the balance of either of these reserves falls below the minimum percentage threshold established above, the minimum balance(s) shall be restored in subsequent fiscal years by budgeting at least 1% of UUC's total operating budget toward each reserve until the minimum threshold is reached.

ARTICLE XIII. THE MINISTRY

Called ministers of the Congregation shall be ministers in fellowship with the UUA.

Section A. **Senior Minister**

1. Selection

(a) Recommendations for a candidate(s) for a new Senior Minister(s) shall be made by a Search Committee.

(b) The proposed letter of agreement (or covenant) between a Senior Minister and the Congregation shall be made available to the congregation, prior to the business meeting at which the vote to call the Senior Minister is taken.

(c) A Senior Minister shall be chosen by a secret ballot vote of at least three-quarters (3/4) of the voting members present at a business meeting of the Congregation.

2. Free Pulpit. A Senior Minister shall enjoy a free pulpit in accordance with the tradition of Unitarian Universalism, and shall be accorded freedom to speak the truth, as the Senior Minister understands it, in the Congregation and the community.

3. Responsibilities

(a) A Senior Minister shall provide religious leadership and pastoral care for the Congregation and shall have the responsibility for Sunday services.

(b) Acting as the Executive (or as a member of the Executive Team), in accordance with Article IV, a Senior Minister shall direct the ministerial and lay staff and be responsible for hiring and dismissal of non-ministerial staff and of any Assistant Minister(s).

(c) A Senior Minister shall make a written report to the Congregation annually.

(d) A Senior Minister shall bring to the Board of Trustees all matters which the Senior Minister deems necessary and proper.

4. Termination

(a) A Senior Minister shall give a minimum of two months notice when resigning, unless waived by the Board of Trustees.

(b) A Senior Minister may be dismissed only by majority vote, by secret ballot, of the voting members present at a business meeting of the Congregation called for that purpose. In the event of a vote to dismiss, the Senior Minister shall be given a minimum of three months notice, or, in place of notice, a minimum of the equivalent of three months salary.

Section B. **Associate Minister**

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1. Selection

(a) Recommendations for a candidate for a new Associate Minister shall be made by a Search Committee.

(b) The proposed letter of agreement (or covenant) between an Associate Minister and the Congregation shall be made available to the congregation, prior to the business meeting at which the vote to call the Associate Minister is taken.

(c) An Associate Minister shall be chosen, with the concurrence of the Senior Minister, by a secret ballot vote of at least three-quarters (3/4) of the members present at a business meeting of the Congregation.

2. Free Pulpit. An Associate Minister shall enjoy a free pulpit in accordance with the tradition of Unitarian Universalism, and shall be accorded freedom to speak the truth, as the Associate Minister understands it, in the Congregation and the community.

3. Responsibilities

(a) The duties of an Associate Minister shall be determined by the Senior Minister with the approval of the Board of Trustees. The Associate Minister shall report regularly to the Senior Minister.

(b) An Associate Minister shall make a written report to the Congregation annually.

4. Termination

(a) An Associate Minister shall give a minimum of two months' notice when resigning, unless waived by the Senior Minister with concurrence of the majority of the Board of Trustees.

(b) An Associate Minister may be dismissed only by majority vote, by secret ballot, of the voting members present at a business meeting of the Congregation called for that purpose. In the event of a vote to dismiss, an Associate Minister shall be given a minimum of three months notice, or, in place of notice, a minimum of the equivalent of three months salary.

Section C. Assistant Minister

1. The Senior Minister may hire one or more Assistant Ministers, as provided in the budget, after consultation with the Board of Trustees. The Senior Minister shall determine the exact title of the Assistant Minister(s).

2. An Assistant Minister shall enjoy a free pulpit in accordance with the tradition of Unitarian Universalism, and is accorded freedom to speak the truth, as the Assistant Minister understands it, in the Congregation and the community.

3. The Senior Minister shall determine the duties of an Assistant Minister.

4. An Assistant Minister shall give a minimum of two months notice when resigning, unless this requirement is waived by the Senior Minister with concurrence of the Board of Trustees.

5. An Assistant Minister may be dismissed by the Senior Minister. In the event of dismissal, the Assistant Minister shall be given a minimum of three months notice, or, in place of notice, a minimum of three months salary.

ARTICLE XIV. DISSOLUTION OF THE CONGREGATION

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The Congregation may be dissolved only upon a 2/3 majority vote of voting members present at a business meeting of the Congregation. If so dissolved, the ownership of all of the property of the Congregation, whether it be real or personal property, shall be transferred to the Unitarian Universalist Association (UUA), on the understanding that said property shall be divided by the UUA among UUA-affiliated congregations in the Greensboro metropolitan area. This article shall apply to all property donated to the Congregation, whether by will or in some other manner, unless the donor expressly provides otherwise. It shall be the duty and obligation of the officers and trustees of the Congregation, before its dissolution, to take all necessary action to carry out the provisions of this Article.

ARTICLE XV. AMENDMENTS

These bylaws may be amended only by vote of two-thirds of the voting members present at a business meeting of the Congregation. The proposed amendments shall have been incorporated into notice of the meeting given at least 18 days prior to the meeting.

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ATTACHMENTS

Attachments form an unofficial part of the UUC Bylaws and serve as the Boards “Ends” as well as job descriptions for committees. The Board can change these attachments at will.

ATTACHMENT 1. UUC POLITY SUMMARY

1. General. UUC polity is that of a large Unitarian Universalist church government – much of the decision-making is by representative leadership with only substantial, major issues put to the larger congregational vote. The Board is made up of between seven and nine members based on the availability of a youth and a young adult member to fill the optional two positions. The Board via goals determines “the Ends” which the Chief Executive (normally the senior minister) will attempt to accomplish by “the Means.” Further the Board can limit executive authority with policies. The Chief Executive oversees the paid staff (including other ministers), hires and fires staff (except associate ministers), coordinates with committees and directs the teams, establishes executive procedures (these can not violate Board policy) and ensures that church runs smoothly on a day-to-day basis. The Board determines UUC goals not later than 1 March of each year, establishes policy when necessary, sets measurable objectives based on the goals for the Chief Executive (and minister when not serving as Chief Executive) not later than 1 March of each year, and distributes bonus salary and vacation/study days on a regular basis based on the minister’s completion of his/her objectives. This bonus compensation is a withheld portion of the minister’s compensation and distributed by the board on a Management by Objective (MBO) basis.

2. Teams and Committees. A committee is a group of individual answerable to the board whose primary responsibility is gathering information, making reports, and performing functions outlined in the by-laws. A team is a group of individuals who are answerable to the executive whose primary responsibility is serving the day-to-day functioning of the church.

ATTACHMENT 2. ELECTION PROCEDURE

1. The Teller Committee will mail out ballots marked with a confidential, randomly determined numbers (to determine authenticity of returned ballots). The ballots will be counted ten business days after they are mailed.

ATTACHMENT 3. MINISTER’S AGREEMENT

Letter of Call and Ministry Agreement **(From UUMA/UUA Boilerplate)**

<date>

<name>

<address>

<address>

Dear Rev. <name>:

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PROLOGUE

The Covenant of Unitarian Universalists, hereinafter the Congregation, and the Reverend Jane Doe, as Minister, hereinafter the Minister, jointly enter into this Letter of Agreement effective May 1, 200x.

1. INTENTION

The intention of this Agreement is to set forth the responsibilities and obligations of the Minister to the Congregation and of the Congregation to the Minister as we seek to dwell together in peace, to seek the truth in love, and to serve one another and the larger community. It is recognized that no matter how carefully this Agreement is written and observed, the relationship between the Congregation and the Minister must be grounded in open communication, mutual trust, good faith, and open and fair process on both sides. Anti-Oppression Awareness: In calling a minister representing a racial or cultural group historically under-represented in the Unitarian Universalist ministry, this congregation accepts its responsibility to continue to offer its members and minister(s) opportunities to increase their ability to function in a multiracial, multiethnic capacity and to address the systemic nature of oppression within Unitarian Universalism. On-going opportunities for growth and reflection will be offered to ensure the success of the professional ministry and will be scheduled in consultation with the Committee on Ministry/Ministerial Relations Committee.

2. EXPECTATIONS

2.1. Shared Leadership

2.1.1. The Minister and the Congregation share responsibility for the leadership and ministry of the Congregation. Achievement and maintenance of this collaborative relationship must likewise be shared. It is a relationship of discovery, of both self and other, in a context of mutuality.

2.1.2. The Congregation looks to its Minister for spiritual leadership and initiative, for assistance in setting and articulating its vision, and for professional and inspired performance and oversight of the Congregation's programs in collaboration with the Board of Trustees and the Congregation's committees.

2.2. Leadership Goals

Within the first year of ministry, the Minister, Board of Trustees, and Committee on Ministry, with the assistance of an outside facilitator, will engage in an overnight retreat for the purpose of arriving at specific understandings about the sharing of power and responsibility, goals for the coming year, and a plan for periodic review and renewal of the ministry of the congregation.

2.2.1 The ministry will receive a set of goals for the senior minister and associate minister from the Board of Trustees on an annual basis.

2.3. Pulpit and Worship Services

2.3.1. It is a basic premise of this Congregation that the pulpit is free and untrammelled. The Minister is expected to express his/her values, views, and commitments without fear or favor.

2.3.2. The Minister will be free of Sunday service responsibilities once per month.

2.3.3. The Minister will be responsible for all worship services, including seasonal celebrations and rites of passage, such as weddings, child dedications, and funerals and

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memorial services except those for which the Worship Committee assumes responsibility.

2.4. Services to Persons

2.4.1. The Minister will serve members in their needs for pastoral care, including crisis intervention and visitation of the homebound, sick, dying, and bereaved, both directly and in conjunction with the Congregation's own pastoral care program. The Minister will maintain awareness of her/his own limitations, and will refer members for professional counseling and other specialized services as appropriate.

2.4.2. The Minister will provide ceremonial services and counsel to members of the Congregation without fee or honorarium. When such services are provided to nonmembers, such fee or honorarium may be set by and is the property of the Minister.

2.5. Services to the Board and Committees

2.5.1. The Minister will be an ex officio member without vote of the Board of Trustees. The Minister will report to the Board at its regular meeting, bringing to its attention specific concerns as they arise.

2.5.2. The Minister will be an ex officio member without vote of all committees and task forces except the Nominating and Ministerial Search Committees and the Committee on Ministry, and will attend meetings of the Committee on Ministry except during executive session. The Minister will confer at least annually with each committee on how best to assist it. Attendance by the Minister at most committee meetings is welcome but not expected.

2.6. Community Activities

The Minister is encouraged to act in the community beyond the Congregation on behalf of liberal religious values, and to inform the congregation of such action through periodic reports. When the Minister speaks in public, the Minister must clearly indicate that such speech is not on behalf of the Congregation unless the Congregation has otherwise authorized.

2.7. Relationship to Church Staff

2.7.1.a The Minister is chief of staff, or

2.7.1.b In consultation with the Board of Trustees, the Minister may delegate day-to-day supervision of the performance of staff members to appropriate committees.

2.7.2. The Minister participates in annual staff evaluations and recommends personnel actions to the Board of Trustees. The Board and Minister will jointly decide on hiring, discharging, and changing compensation of church staff.

2.8. Office Hours and Days Off

2.8.1. The Minister will maintain regular and posted daytime or evening office hours at least three days per week, with other times available by appointment.

2.8.2. The Minister will maintain one day per week free of all Congregation responsibilities and one additional day devoted to study and writing wherein the Minister shall be available only for emergencies.

2.9. Committee on Ministry

2.9.1. A Committee on Ministry will monitor and nurture the health of the ministry of the Congregation.

2.9.2. During the first six months of the Minister's tenure, the Ministerial Search Committee will act as the Committee on Ministry. Thereafter, a Committee on Ministry

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with staggered terms will be appointed by the Board from a slate jointly decided upon by the Minister and the President.

2.10. Evaluation of the Minister

An assessment of the work of the Minister will be conducted every three to five years by the Committee on Ministry as part of a periodic review and renewal of the leadership and ministry of the Congregation.

2.11. Minister's and Congregation's Conduct

The conduct of the Minister and the Congregation will be in accordance with the Code of Professional Practice and Guidelines for the Conduct of Ministry of the Unitarian Universalist Ministers Association.

3. COMPENSATION, PROFESSIONAL EXPENSES, AND BENEFITS

3.1. Salary plus Housing Allowance

3.1.1. The Congregation will provide to the Minister a Salary of \$_____. **Based on board-established goals, the minister will receive a bonus of up to ten percent of his/her salary.**

3.1.2.a. The Board will consider the minister's request that a portion of Salary be designated Housing Allowance once the minister has ascertained the likely domiciliary costs to be incurred.

or

3.1.2.b. Parsonage: The Minister shall have free use of the parsonage at [address], including the utilities and furnishings listed in the appendix. All reasonable and necessary maintenance and repairs will be performed promptly at the Congregation's expense. The fair rental value is estimated at \$_____, and may be adjusted annually as appropriate.

3.1.3. Salary (and housing [S&H]) shall be payable monthly on or before the fifteenth day of each month, beginning on August 15, 200x. S&H shall be reviewed annually by the Finance Committee and the Board of Trustees.

3.2. Other Benefits and Expenses

3.2.1. In lieu of employer's FICA, at 7.65 percent of S&H, payable monthly.

3.2.2. Retirement plan contribution made by due date to the Unitarian Universalist Organizations Retirement Plan and/or other appropriate pension plan, of at least 10 percent of total Salary and Housing.

3.2.3. Insurance premiums:

3.2.3.1. Comprehensive medical insurance for the minister, 80 percent of premium (50 percent for spouse/partner and dependents encouraged)

3.2.3.2. Group disability insurance, 100 percent of premium (with premium taken as taxable income by minister)

3.2.3.3. Group term life insurance, 100 percent of premium

3.2.4. Professional and out-of-pocket expenses. Reimbursable up to the greater of 10 percent of S&H or \$5,000 (plus an additional 1 percent for interim and consulting ministers attending a UUA-sponsored transitional ministry continuing education event), payable promptly on voucher by the minister in accordance with an Accountable Reimbursement Plan developed jointly by the Minister, President, and Treasurer. Other expenses for reimbursement include, but are not limited to, travel, automobile mileage, lodging, meals, incidentals, conference registration, entertainment, pulpit gowns, books, periodicals, dues, office equipment such as computers, and other continuing education events. It shall be the practice of the

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Congregation to reimburse such expenses at the maximum rate allowed by the tax laws. Any items the purchase of which is reimbursed by the Plan shall be the property of the minister

3.3. Reallocation

The total cost to the congregation of salary and housing plus the additional benefits and professional expenses is \$_____. The Governing Board and the Minister may, upon mutual agreement, and before the beginning of a tax or employment year, allocate funds among various categories to provide the minister with an optimum array of benefits. The congregation is strongly urged to require the minister to participate in pension, health, and long term disability income insurance plans.

3.4. Annual Review of Compensation

3.4.1. The Board of Trustees will review the Minister's compensation annually in consultation with the Committee on Ministry, Finance Committee, and Personnel Committee, and will recommend adjustments to the Congregation, taking into consideration such factors as merit in meeting or exceeding expectations, increases in the cost of living, changes in the cost of benefits, and the financial means of the Congregation.

3.4.2. The Congregation shall consider such recommendations as a part of the normal budgeting process, and shall act upon them at the annual congregational meeting held for this purpose.

3.5. Annual Leave

3.5.1. The Minister will be relieved of all responsibilities and may be absent from the area for a total of **four** weeks per year. **A further four weeks will be award based on completion of board-established goals.**

3.5.2. Four of these weeks will be taken as vacation. During vacation, should an emergency arise requiring the Minister's return, all costs of such return will be borne by the Congregation.

3.5.3. Four of these weeks will be taken as study leave. During study leave, should an emergency arise requiring the Minister's return, all costs of such return will be borne by the Minister.

3.6. Denominational Service and Continuing Education

With the specific approval of the Board of Trustees, the Minister may be relieved of all responsibilities and absent from the area for up to four Sundays annually, inclusive of General Assembly, for participation in UUMA chapter, Thomas Jefferson District, and Unitarian Universalist Association functions and continuing education.

3.7 Sick, Medical, Disability, Birth/Adoption, and Family Leaves

3.7.1 Sick Leave: The Minister shall be credited with **5** sick days per calendar year each January 1, and with sick days on a prorated basis at the beginning of the initial partial year. Up to **5** days of accrued sick leave may be carried forward each year, but in no case may the balance exceed **10** days. Sick leave may be used for the minister's illness or for the illness of a member of the minister's immediate family.

3.7.2 Extended Medical Leave: Should the minister's illness, injury, or disabling condition continue after all accrued sick and vacation leave has been exhausted, the congregation shall place the minister on "Extended Medical Leave."

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Extended Medical Leave shall not extend beyond the earlier of either the commencement of long-term disability benefits or 90 days following the exhaustion of all sick and vacation leave. Vacation leave does not accrue during this period. During Extended Medical Leave, the congregation shall continue to pay all employee insurance premiums (health, dental, life, retirement, and long term disability) as otherwise provided by this Agreement, and no less than 75 percent of the minister's salary and housing allowance. If the minister recovers and is able to return to work full-time before the earlier of the 90-day period of Extended Medical Leave or the commencement of long term disability benefits, the congregation shall retroactively pay the minister at 100 percent of salary and housing. [see 4.1 for consequent termination]

3.7.3 Health and Dental Insurance at the Conclusion of Extended Medical Leave: At the conclusion of Extended Medical Leave, whether by approval for long-term disability benefits or by reaching the 90-day-limit, health and dental insurance premiums will be discontinued and the minister will be offered COBRA coverage if available.

3.7.4 Disability Leave: In the event the minister is approved for long-term disability benefits, the congregation will deem the minister actively at work and continue to pay the life insurance premium for an additional six months of transitional disability leave in accordance with the premium waiver provisions of the Group Life Insurance contract. Unless otherwise agreed to by both the congregation and the minister, salary and housing shall not be paid during disability leave.

3.7.5 Parental Leave: In the case of the birth or adoption of a child, the minister shall be granted six weeks of paid and six weeks of unpaid leave. Unpaid leave should be extended only after all paid leave has been used. During periods of unpaid leave, the congregation will continue paying premiums for health, dental, life, and long term disability insurance.

3.7.6 Family Medical Leave: After serving for at least twelve months, the minister may take up to twelve weeks of unpaid leave to care for a family member (child, spouse/partner, or parent) with a serious health condition. Unpaid leave should be extended only after all sick and vacation leave has been used. During periods of unpaid leave, the congregation will continue paying premiums for health, dental, life, and long term disability insurance.

3.8. Sabbatical Leave

3.8.1. The Minister shall use sabbatical leave for study, education, writing, meditation, and other forms of professional and religious growth. Sabbatical leave accrues at the rate of one month per year of service, with leave to be taken after four but before seven years of service. No more than six months of sabbatical leave may be used within any twelve month period. The dates of the sabbatical plan must be approved by the Board of Trustees at least one year in advance. **At the half way point of a sabbatical, the minister will report his/her progress to Committee on Ministry (COM) and the Board. The Board will then approve or disapprove the second half of the sabbatical. The COM will be actively involved in the planning of the sabbatical and advising the board on the minister use of the sabbatical.**

3.8.2. The Congregation will continue full salary, housing allowance, and benefits during sabbatical leave. Professional expenses may be adjusted.

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3.8.3. Every fiscal year, the Congregation will consider sequestering funds for use in funding the Congregation's additional expenses during the Minister's sabbatical. This sabbatical fund is the property of the Congregation.

3.8.4. In the event of the Minister's resignation, termination, or retirement, unused sabbatical leave is not compensable.

3.8.5. The Minister agrees not to resign from full-time service to the Congregation for a minimum of one year following the end of each sabbatical leave.

3.8.6. The Congregation agrees to take no action on ministerial tenure during a sabbatical leave.

3.9 Relocation Expenses

The Congregation will reimburse the Minister for reasonable relocation expenses of the Minister and immediate family to the area up to a maximum of \$_____.

Reasonable expenses include the services of a professional moving company, plus, automobile mileage, and transportation and temporary housing costs, but not meals. An estimate of the cost of the move shall be presented to the Treasurer in advance.

3.10. Intellectual Property

All notes, research, sermons, and other products of the minister's work shall be the sole property of the minister.

4. DISPUTE AND TERMINATION

4.1. The term of this agreement is indefinite. It will continue until the Minister provides the Congregation with at least ninety days' notice of intent to resign or retire, or until the Congregation provides the Minister with at least ninety days' notice of intent to dismiss, or until the long-term disability or death of the Minister.

4.2. Any dispute concerning the interpretation or performance of this Agreement or its validity or termination shall be solely and finally resolved by arbitration before, and under procedural rules established by, a tribunal consisting of one Unitarian Universalist minister appointed by the Minister and one Unitarian Universalist minister appointed by the Trustees. If the tribunal is unable to agree, the tribunal shall be augmented by an umpire appointed by the Unitarian Universalist Association Director of Ministry and Professional Leadership or his/her designee. Both parties to this Agreement agree that it is of the utmost importance that no dispute between Minister and the Congregation be heard by the civil courts and to that end the parties agree that the results of the above arbitration shall be binding. No secular court shall under any circumstances have jurisdiction to hear any dispute to which the arbitration provisions of this Paragraph shall apply.

4.3. In the absence of a specific provision in the bylaws, a decision to dismiss the Minister shall be by majority vote of all members of the congregation present and eligible to vote at a meeting called for that purpose at which a quorum is present.

4.4. At termination, accrued vacation will be compensated in the financial equivalent. Accrued study leave is not compensable.

4.5. In the event of the Minister's death, the parsonage will be available for the family's continued use for at least six months on the same financial terms as to the Minister.

4.6. In the event of dismissal, salary, housing allowance, and benefits will continue for three months.

4.7. In the event that the minister's resignation is negotiated, salary, housing allowance,

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and benefits will continue for one month per year of service up to twelve months from the date of dismissal, or until the Minister has begun service in another position, if sooner.

- 4.8. The Minister may be dismissed with less than ninety days’ notice, and without the severance payments described in Section 4.1 of this Agreement, if the Minister
 - 4.8.1. is convicted of a felony
 - 4.8.2. has her ministerial fellowship with the UUA terminated or suspended
 - 4.8.3. is found by the governing committee of the Congregation to have engaged in physically or sexually abusive acts toward a member of the Congregation, a Congregation employee, or a child, or
 - 4.8.4. is found by the governing committee of the Congregation to have grossly neglected her ministerial responsibilities under this agreement and/or to have engaged in activities that bring the Congregation and/or Unitarian Universalism into disrepute in the community.

5. AMENDMENT

5.1. The terms of this Agreement may be changed by mutual consent of the Minister and the Board of Trustees, except that increases in Total Cost of Ministry, and changes in sabbatical and termination provisions require the approval of a majority of the Congregation.

5.2. This Agreement will be reviewed at least every three years.

5.3. This Agreement is subject to the laws of the State of North Carolina and the bylaws of the Congregation. It has been drawn, offered, and accepted in the spirit of the Principles and Purposes of the Unitarian Universalist Association.

6. OFFER

This Agreement represents an official offer to the Reverend _____ when the calling of said Minister is approved by the Congregation and accepted by the Minister and shall become final upon the occurrence of all the following events:

- completion of a criminal record background check satisfactory to the Committee
- acceptance of this offer by the Minister
- calling of the minister by the Congregation
- acceptance by the Minister of the call.

Date Offer Approved: _____

For the Congregation: _____, President

Date Offer Accepted: _____

By: _____, Minister

Date Call Extended: _____

For the Congregation: _____, President

Date Call Accepted: _____

By: _____, Minister

cc: District Executive
Ministerial Transitions Director