

**BYLAWS OF THE  
UNITARIAN UNIVERSALIST FELLOWSHIP OF THE EMERALD COAST**

Adopted October 27, 2002, Amended 10/27/07, 4/27/08, 10/23/11, 10/20/13, 4/27/14, 4/24/16, 10/23/16

**ARTICLE 1. NAME, PURPOSE, DENOMINATIONAL AFFILIATION**

- 1-1 The name shall be the Unitarian Universalist Fellowship of the Emerald Coast (UUFEC) .
- 1-2 Purpose: Our purpose is to foster a religious fellowship accepting a diversity of spiritual convictions. We strive to grow in understanding and support of one another and the world community. We emphasize freedom, reason, and compassion in shared worship, inquiry, and service. We affirm and promote the full participation of persons in all our activities and endeavors without regard to race, color, gender, gender expression, physical or mental abilities, affectional or sexual orientation, age, class, or national origin.
- 1-3 This Fellowship shall be a member of the Unitarian Universalist Association and Mid-South District of that association.

**ARTICLE 2. MEMBERSHIP AND VOTING**

- 2-1 Membership in the UUFEC is open to all who are at least 14 years of age and have indicated to the Membership Committee their understanding of the Unitarian Universalist Principles, the UUFEC organization, and their interest in supporting and participating in UUFEC activities. Any youth member (ages 14 - 18), who has completed orientation instruction for membership in UUFEC, will enjoy all the privileges of membership except those prohibited by law. No test of creed, of faith, of national origin, of race, of gender, of gender expression, of sexual or affectional orientation, of physical or mental abilities, or other similar test shall be imposed as a condition of membership. Signing the official register formalizes one's membership status. Members shall support the Fellowship by participating in the annual canvass drive and express through their annual written commitment their willingness to support the fiscal needs of UUFEC as well as the spirit of the Fellowship. A financial contribution shall be required to maintain membership unless the member indicates they have no income.
- 2-2 The right to vote at a meeting of the Fellowship is limited to those who have been members of UUFEC for at least 60 days immediately preceding the meeting.
- 2-3 A member who is voluntarily absent from the life of the Fellowship for a period of one year, is known to have established permanent residence outside of the area served by UUFEC, who cannot be contacted by the Fellowship, or who has not made a financial contribution of record, as required by paragraph 2-1, will be removed from the membership of the Fellowship. The Membership Committee will submit a recommended list of members to be dropped to the Board of Trustees for review and approval. The Membership Committee will act on the Board's approval and update the Membership List.

2-4 Membership in the UUFECC may be revoked by a vote of the Board of Trustees. A person whose membership is to be canceled will be notified by first class mail one month before any action is taken. This notification will include the reason(s) for the pending action. Voluntary withdrawal of membership may be made by written notice to the Board of Trustees.

### **ARTICLE 3. CONGREGATIONAL MEETINGS AND VOTING**

3-1 The annual meeting for electing the Board of Trustees' officers and open seats for members at large shall be held at the Fellowship during October at a time and date to be determined by the Board of Trustees.

3-2 The annual business meeting shall be held at the Fellowship in April at a time to be determined by the Board of Trustees.

3-3 Special meetings of the Fellowship may be called by the president, by the Board of Trustees, or by 20% of the membership.

3-4 For all Fellowship meetings, at least one week official notice, including the agenda of the meeting, will be given to all members of the Fellowship.

3-5 A quorum is 25% of the membership. Meetings shall be conducted by *Roberts' Rules of Order, Newly Revised*.

3-6 In all congregational votes, the majority of ayes or nays will prevail. Proxy votes are not allowed. A current list of all active members shall be provided to the Board of Trustees by the membership committee thirty days prior to the annual meeting, business meeting or other special congregational meeting of the Fellowship. This list will constitute the official list for all purposes.

3-7 Absentee ballots may be given or sent to the past president prior to the annual fall election. Otherwise absentee ballots will be used only when deemed appropriate by the Board of Trustees.

3-8 The Fellowship president shall preside over all congregational meetings. The chair of the nominating committee shall preside over the election portion of congregational meetings.

### **Article 4. BOARD OF TRUSTEES**

4-1 The affairs of the Fellowship shall be directed by a Board of Trustees. The Board shall be made up of members of the Fellowship, and consists of the following:

- Officers: president, vice president, and secretary, elected to one-year terms,
- Ex-Officio Officers: immediate past president (voting member) and treasurer (appointed, voting member),
- Members-At-Large: two members elected for two-year, staggered terms,
- Minister: Ex-Officio advisor (non-voting).

No person shall occupy more than one position on the board.

- 4-2 Elections for the Board of Trustee positions will be held at the October annual meeting and terms will begin on 1 January.
- 4-3 A board member missing three or more consecutive scheduled board meetings may be replaced at the discretion of the board.
- 4-4 Regular meetings of the Board of Trustees shall be held monthly at the direction of the president. Special meetings of the Board of Trustees may be called by the president at any time using telephonic or electronic means. At least two days' notice will be given to all members of the Board for special meetings. The quorum for Board meetings is 50% of the Board membership.
- 4-5 Special votes, using telephonic or electronic means in place of a Board meeting of the Board or Trustees, may be requested by the chair at Board meetings, provided that there is unanimous agreement to so vote by all Board members present. Results of a special vote will be reported in the minutes of the next regular Board meeting.
- 4-6 The Board of Trustees will fill board vacancies with interim board members. The interim board member will serve for the term of the position being filled.

## **Article 5. OFFICERS**

- 5-1 The officers of the Fellowship are the president, vice president, secretary, treasurer and immediate past president.
- 5-2 The president is responsible to the congregation for its overall leadership and management. The president shall appoint the chair of each standing committee. The president may also appoint and dissolve special or ad hoc committees as needed.
- 5-3 The vice president shall assist the president with the duties of that office. In the temporary absence of the president, or in case of the resignation or incapacity of the president, the vice president shall assume those responsibilities.
- 5-4 The secretary shall maintain a permanent, written and current record of the bylaws, the minutes of the Board of Trustees, all the congregational meetings and the Policies and Procedures Manual. The secretary shall handle all correspondence pertaining to the actions of the Board of Trustees and actions of the Fellowship meetings.
- 5-5 The treasurer shall be a member of the finance committee but may not serve as committee chair. The treasurer shall be guided by the policies and procedures adopted by the Finance Committee. To fill the treasurer position, the Finance Committee shall present at least one candidate to the Board before the Board's initial January meeting. The president shall appoint the treasurer with approval of the Board. The treasurer shall serve until a new treasurer is appointed.

## **Article 6. THE MINISTER**

6-1 A minister shall be called upon a recommendation by the Ministerial Search Committee and by a 4/5 vote of the eligible members present at a congregational meeting duly called for that purpose. A non-called minister may be hired by action of the Board of Trustees.

6-2 The minister shall have freedom of the pulpit.

6-3 The minister, in consultation with the Fellowship Religious Services Committee, shall be responsible for the religious leadership of the congregation.

6-4 The minister shall be a non-voting ex-officio member of the Board of Trustees.

6-5 In the case of resignation of the minister, a three-month notice shall be required unless the board allows an interval of lesser time.

6-6 The minister may be dismissed by a majority vote of the qualified members of the congregation at a duly called meeting for that deliberation. In this situation, the congregational meeting can only be called by a majority vote of the board or by 40% of eligible voting members of the congregation. In event of dismissal, a three-month salary shall be paid from the date of dismissal, except in case of clear misconduct on the part of the minister.

## **Article 7. COMMITTEES**

7-1 The affairs and activities of the Fellowship shall be organized around seven standing committees: **Committee on Ministry, Communication, Facilities, Finance, Membership, Religious Exploration, and Religious Services.**

7-2 Each standing committee shall develop a set of policies and procedures. Policies and procedures shall be submitted to the Board of Trustees for inclusion in the Policies and Procedures Manual. Policies shall be reviewed and approved by the Board.

7-3 The Committee on Ministry (COM) promotes the spiritual health of the ministry of the congregation as it pertains to fulfilling the congregation's mission. The COM shall meet regularly in a non-crisis, goal-oriented manner with an agenda to explore the concerns and challenges of the Minister / Congregation relationship and the Congregation's own role and agreed responsibility in shared ministry. The Committee on Ministry shall consist of three members, to serve staggered three (3) year terms, with one vacancy each year. Members shall be appointed by the Board of Trustees and shall have the confidence of both the Minister and the Board of Trustees. COM members should not be on the staff or the Board of Trustees. Vacancies in the committee resulting from incomplete terms shall be replaced in this same manner, with the replacement member appointed to fill the remainder of the term of the vacating member. The Minister may serve indefinitely as a non-voting advisor. Written reviews of the Minister's performance in relation to the Letter of Calling and Continuing Letter of Agreement and reviews of the congregation's performance to goals shall be performed annually by the COM.

In case of a conflict arising between or among members of the congregation, and/or the Board, and/or the minister, such matter should be referred in writing to any member of the COM. The COM will research and investigate the situation and will decide whether or not to recommend the formation of an ad hoc committee appointed by the Board of Trustees, (to include at least three members) to further investigate the matter. Alternatively, the COM may agree to handle the situation itself without the formation of an ad hoc committee. When appropriate and whenever possible, the COM will inform all persons involved that a complaint has been filed and is being investigated.

**7-4 Nominating Committee:** The immediate past president plus two members, one the outgoing member-at-large and the other a non-Board member proposed by the president and approved by the Board, shall comprise the Nominating Committee, with the past president as chair. The Nominating Committee shall present a slate of at least one candidate for each of the offices of president, vice president, secretary, and for the vacating member-at-large position. The committee will advertise upcoming elections three months in advance and solicit recommendations from the membership. Vacancies on this committee will be filled by Board action.

## **Article 8. FINANCES**

**8-1** The Finance Committee shall be responsible for Fellowship financial operations. The activities of the Fellowship shall be financed by Fellowship members who adopt an annual budget. The Finance Committee will present a proposed budget to the Board of Trustees. Both the committee and Board must approve a budget to be presented to the congregation for final approval at the Annual Business Meeting in April.

**8-2** During the fiscal year, the Board of Trustees may move funds between line items of the adopted budget. Cumulative annual expenditures of up to fifteen percent (15%) of the Annual Operating Budget may be approved by the Board of Trustees if operating funds are available.

**8-3** The **Canvass Committee**, as a sub-committee of the Finance Committee, shall conduct all financial canvass operations as directed by the Finance Committee and approved by the Board of Trustees.

**8-4** A financial review will be done at the end of the calendar year to correspond with the new term of the treasurer. If there is a change in the treasurer position at any other time of year, a review will be done at that time also. An audit shall be done every five years. Neither the review nor audit may be performed by a member of the Finance Committee.

**8-5** The Endowment Fund, overseen by the Endowment Committee, serves to enhance the mission of the UUFE. See attached Resolution to Implement the Endowment Fund, April 27, 2003

**Article 9. AMENDMENTS**

Any proposed bylaw amendment will first be reviewed by the Board of Trustees. The Board of Trustees will report its recommendation on the proposal to the membership at the next congregational meeting.