

# **BYLAWS OF THE UNITARIAN UNIVERSALISTS OF GRANTS PASS**

## **ARTICLE I NAME**

The name of this religious society shall be the Unitarian Universalists of Grants Pass.

## **ARTICLE II PURPOSE AND MISSION**

With open minds and caring hearts we freely gather together to support one another in the practice and promotion of liberal religion. We the members of this liberal religious congregation therefore commit ourselves to:

- Provide a community of love and fellowship, to honor diversity, religious freedom and encourage personal and spiritual growth;
- Build closer relationships of mutual trust, understanding, respect and support of different cultures, philosophies, and beliefs;
- Inspire and assist the larger community toward greater compassion, justice, and beauty;
- Participate in the Unitarian Universalist Association and support its vision of peace, social justice, environmental responsibility, and religious tolerance;
- Contribute toward the goal of a global community, with respect for the interconnected web of all existence.

Our mission is to: Inspire life-long personal and spiritual growth; embrace diversity; and Nurture well-being, peace & justice throughout the community.

## **ARTICLE III THE FREE PULPIT**

The fellowship honors the tradition of the free pulpit (freedom of speech) for anyone invited to speak from it.

## **ARTICLE IV MEMBERSHIP**

1. Membership is open to any person at least eighteen years of age who indicates an intention of becoming a member. The Membership Committee provides a new member packet and an opportunity to meet and explore facets of membership. Said person then signs the membership register witnessed by 2 or more members. This signature confirms that the signer is now a member with voting rights and is in sympathy with the purpose of the fellowship as stated in Article II, and that the signer intends to be an active participant and supports the fellowship financially and/or by service. Voting privileges begin 15 days after signing the register. Voting membership is maintained by active involvement. Friends of the fellowship and children under the age of 18 are non- voting participants

2. Non-voting Membership – In the event that a member becomes unable to participate fully in fellowship activities or is unable to contribute financially to the fellowship, he/she may request to become inactive. Such a member would not vote in fellowship decisions and would not be included in the certified membership with the UUA. He/she may return to active voting membership with a written request to the Board.
- 3 Withdrawal from membership may be made by written notice to the Membership Committee or Board.
- 4 Emeritus Membership – A member who is no longer able to participate in fellowship activities (because of illness, age or distance) but who wishes to retain an affiliation with the fellowship, may be designated an Emeritus Member upon the recommendation of the membership committee and approval of the Board.
- 5 The Board, after due consideration, may remove from membership or deny membership to any person who engages in behavior which the Board ascertains to be dangerous or disruptive to the fellowship. Any person whom the board intends to remove from membership shall be given thirty days advance notice (in writing, in person or by certified mail) stating the reasons for the proposed action together with an opportunity to be heard by the board orally or in writing no later than five days before the effective date of removal. A two-thirds affirmative vote of the board members then in office shall remove any member or deny any person membership. The decision of the board shall be in writing.
- 6 The official membership roll shall be updated annually by the Secretary in collaboration with the Treasurer and the Membership Committee.

## **ARTICLE V DENOMINATIONAL AFFILIATIONS**

The fellowship shall be a member of the Unitarian Universalist Association, the Western Pacific Region of the UUA, and the Pacific Northwest District of the UUA.

## **ARTICLE VI MEETINGS**

1. There shall be semi-annual business meetings each year, one in January and one in June. January meeting shall be for the purpose of approving the budget for the new calendar year. The June meeting shall be for the purpose of electing members of the Board of Directors. Notice for meetings shall be thirty days prior to the meeting.

2. Special business meetings of the Fellowship may be called by the Board of Directors. The business to be transacted or considered at any special business meeting shall be mentioned in the notice of this meeting. All General Members shall be given notice of this meeting at least ten days in advance.
3. Quorum: Forty percent (40%) of the General Membership shall constitute a quorum. Absentee ballots may be used to establish the quorum.
4. Special business meetings may be called by the Board of Directors on petition of fifteen percent (15%) of the General Membership.
5. All business meetings shall be conducted in accordance with the latest edition of Robert's Rules of Order.
6. Board meetings.
  - (a) Regular meetings of the Board shall be held at such times and places as the Board may determine. Reasonable notice shall be given to the Congregation for all Board meetings.
  - (b) Special Board meetings may be called (1) by the Chair at any time, or (2) at the request of three members. Notice of the date, time, place and purpose of a special meeting shall be delivered to each Board member not less than 48 hours prior to the special meeting.
  - (c) A majority of voting members shall constitute a quorum at all Board meetings. If a quorum is present, action is taken by a majority vote of members present unless applicable law requires a majority vote of Board members in office, as for example action to establish committees that exercise Board functions, to amend the Articles of Incorporation, to sell assets not in the regular course of business, to merge or to dissolve.
  - (d) Fellowship members may attend any meeting of the Board, except that the Board may elect to close all or a portion of a meeting in order to discuss personnel matters, to protect the privacy rights of an individual, or to protect the financial or legal interests of the fellowship.
  - (e) The Board secretary shall make minutes available to the fellowship in a timely manner.
  - (f) The Board shall provide time on meeting agendas for members to comment on agenda and other Fellowship issues when the member has given 48 hours notice of intent to bring a matter before the Board.
7. Public Witness
  - A. A quorum of forty percent (40%) of the voting members and an eighty percent (80%) majority of those present and voting are required for passing resolutions of public witness on behalf of the congregation.
  - B. The Board of Directors may take public action on behalf of the fellowship provided it meets the following criteria:

- 1) Such action must be in support and furtherance of Unitarian Universalist principles, as expressed in resolutions passed by this congregation or by the Unitarian Universalist General Assembly.
- 2) Expenses entailed by such action shall not exceed funds available for the purpose.
- 3) The involvement undertaken shall be short-term and narrow in scope. Proposals for continuing or long-term involvement shall be referred to the congregation.

## **ARTICLE VII ELECTION OF BOARD OF DIRECTORS**

1. The Board shall be composed of five to seven (5 to 7) members, exact number to be determined by the board when an annual election is being held according to its judgment of how the fellowship will be best served. Only a voting member who has been a member of the fellowship for at least one (1) year by the beginning of their term may serve on the Board. Board members shall be elected at the first June meeting of the fellowship and serve for two (2) year terms. Term of office for Board members shall begin in July. Terms of office for three (3) Board members shall begin in even numbered years. Terms of office for other Board members shall begin in odd numbered years.
2. All elections shall be by secret ballot by a simple majority of the General Meeting including the absentee ballots. At the June election meeting, the chair will call for nominations from the floor. When Nominations are closed, if the number of candidates is the same as the number of board positions, the Chair has the authority to request the Recording Secretary to suspend the elections and record approval of the slate.
3. Absentee Balloting: General Members of the fellowship may request an absentee ballot from the Board Recording Secretary if they are unable to attend the business meeting to elect Board Members. The ballots, either sealed in an envelope or sent electronically, must be returned to Board Recording Secretary. The Board Recording Secretary shall open the absentee ballots immediately after the vote at the meeting. Absentee ballots may be used to provide the number necessary for a quorum to conduct business.
4. Selection of Officers: The Board of Directors, following the June election, shall choose a Chair, Vice-chair, Treasurer, and Secretary. The board may choose to elect two co-chairs in place of the chair and vice-chair if it wishes for any given year. If necessary, the Board has the discretion to appoint a fellowship Member not on the Board as Treasurer. No Board member shall hold any one office for more than two (2) years unless extended at the discretion of the Board. The Board members shall assume their duties at the July Board meeting. The Board may divide an officer's duties between Board members when advantageous to do so.

5. In the interest of continuity and at the discretion of the Board, when a Chairperson's (or Co-Chairperson's) term ends coincidentally with his or her term on the Board, he or she may remain on the Board as a non-voting member for a period, of several months not to exceed one year, as determined by the board at that time.

## **ARTICLE VIII DUTIES OF THE BOARD OF DIRECTORS**

The Board of Directors shall:

1. exercise all of the powers of the fellowship, except as otherwise provided;
2. have control of and manage all personnel issues;
3. oversee coordination of all programs and events;
4. have control of and manage all assets of the fellowship, including the oversight of fund raising activities;
5. approve a budget and have it available prior to the January business meeting where it will be presented for adoption by the fellowship;
6. readjust the budget when necessary, in accordance with Article VI;
7. obtain approval of a 2/3 majority of members present at the business meeting for:
  - (a) acquiring or disposing of real estate;
  - (b) selling or transferring long-term investments exceeding a value of \$5000;
  - (c) borrowing money.
8. establish, or cause to be established, policies for the resolution of conflict within the fellowship.
9. have authority to immediately exclude any person from fellowship property or events, without notice or opportunity to be heard, for dangerous or disruptive behavior.

Quorum: A majority of the Board shall constitute a quorum.

Vacancies: An office may be declared vacant when the Board member resigns or has been absent for three consecutive meetings without adequate reason. The vacancy shall be filled by a qualified voting fellowship member per Article VII section 1 nominated and approved by a majority vote of the Board for the remainder of the term.

**The Chair (or Co-Chair) shall:**

1. preside at meetings of the Board and the fellowship;
2. sign documents requiring the signature of the corporation president, and in the absence of the Treasurer, sign checks.
3. bring to the attention of the Board its responsibilities and legal obligations;
4. ensure that the annual report of the Board and its committees be prepared;
5. perform as ex-officio and non-voting member of all committees.

**The Vice-Chair (or Co-Chair) shall:**

1. preside at meetings of the Board and the fellowship in the absence of the Chair.
2. assist the Chair in the duties of the office;
3. perform such other duties as may be assigned by the Board of Directors;
4. assume the office of Chair in event that office becomes vacant.

**The Secretary shall:**

1. take minutes of the Board meetings and fellowship business meetings. Minutes are to be distributed and approved at the next Board or fellowship meeting, and are to be filed with other corporate records in fellowship office;
2. produce ballots for the purpose of Board elections and any other vote by the fellowship
3. perform any and all legal duties incident to the office of Secretary

**The Treasurer shall:**

1. receive all monies of the fellowship and keep a record of receipts and expenditures;
2. present a statement of accounts at every meeting of the Board;
3. prepare a complete financial statement for the annual January business meeting;
4. file permanent copies of all reports and statements in the fellowship office;
5. sign all checks;
6. be responsible for the timely preparation and filing of all local, state, and federal reports and tax returns
7. furnish pledging members annual statements of their pledge or provide this information to individuals at their request;
8. require that all investments have two signatures, that of the Chair and Treasurer. The Treasurer's report and all financial records as of December 31 shall be certified by the Board.

**ARTICLE IX  
PERSONNEL**

1. A contract defining the duties and other specifics of the relationship between personnel and the fellowship shall be agreed upon by the board.

**ARTICLE X  
COMMITTEES AND TEAMS**

1. COMMITTEES. In addition to the committees specified herein, the Board may establish such other committees as required. When establishing such a committee it will also specify the purpose for the work of such committee, appoint a fellowship member as chair of the committee and designate a board member to serve as a committee member or liaison member but not as committee chair.

2. Committee chairs shall assume their duties in July or upon appointment by the board. Each committee chair shall appoint additional committee members as needed within an overall size limit which may be set by the board at its discretion. Each committee chair must be a fellowship member, but other committee membership may be open to an interested friend.
3. TEAMS: A self-selected work group may organize as a designated team for a purpose beneficial to the fellowship, provided they obtain approval by the board, including their statement of purpose and tasks they intend to perform. Typically, teams will be given greater flexibility in selecting members, their work schedule, tasks, and reporting; however, they also will serve at the pleasure of the board. Teams are ad hoc in nature and not listed in these by-laws.
4. No committee or team shall commit the fellowship as a whole to any position or to any particular course of action; however they may propose such action to the board. All committees and teams shall report to the board at the time and in the form determined by the board.

### **Standing committees:**

The Sunday Service Planning Committee shall:

1. coordinate Sunday services including music, order of service and ritual.
2. arrange for guest speakers.

The Membership Committee shall:

1. be responsible for the promotion and enlargement of the membership;
2. assist the Board in maintaining an updated register of members and shall verify the number of members prior to any business meeting for the purpose of establishing a quorum;
3. maintain a guest register,
4. assist the pledging process with the yearly membership canvass

The Committee on Shared Ministry shall:

1. promote the wellbeing and mission fulfillment of the fellowship through open and appropriate communication between members, staff, Board members, and friends.
2. collaborate with the Board to confirm members of the COSM.

## **ARTICLE XI NOMINATING COMMITTEE, NOMINATIONS, AND ELECTION**

The Nominating Committee shall consist of three (3) members appointed by the Board in April.

1. One member shall be an outgoing Board member.
2. The Nominating Committee shall appoint one of its members as Chair.
3. The Board shall review and approve nominees for the purpose of establishing qualification.
4. The Nominating Committee shall submit the slate to the Secretary not less than fifteen days prior to the Annual Meeting of the voting membership.

**ARTICLE XII  
FINANCE**

1. The Fiscal Year shall begin on January 1 of each year and end on December 31 of the same year.
2. The Board will appoint a Stewardship Committee each year to guide the pledging process.

**ARTICLE XIII  
AMENDMENTS TO BYLAWS**

Amendments to these Bylaws may be proposed by the Board or by a petition signed by fifteen (15%) or more of voting members. Amendments must set forth the precise change desired. In any case, the Board must call a special business meeting of the fellowship for the purpose of acting upon the proposed change which shall be contained in full in the notice of the meeting.

These Bylaws may be amended, in conformity with existing local, state and federal laws, by a two-thirds vote those present or voting represented by an absentee ballot, at a meeting of the fellowship called for that purpose. Forty percent (40%) of the membership shall constitute a quorum.

**ARTICLE XIV  
DISSOLUTION OF THE FELLOWSHIP**

1. In the event that this fellowship should be dissolved without any successor organization being named, the fellowship's assets, after payment of all just debts and obligations, shall be transferred in and turned over, without compensation, after obtaining written consent of the UUA's Board of Trustees, in the following manner: 50% to the Unitarian Universalist Association, 50% to the Unitarian Universalist Service Committee.
2. Any action to dissolve the fellowship must be approved by a two-thirds (2/3) vote of eligible Voting Members of the fellowship present at a meeting called to specifically consider such action, for which meeting written notice has been issued to all Members eligible to vote in accordance with the provisions of these bylaws.

**ARTICLE XV**

**CONSTRUCTION IN WITNESS WHEREOF, AND IN APPROVAL AND ADOPTION OF THE FOREGOING BYLAWS**, authorized Directors of the fellowship have hereunto set their hands the day of 24<sup>th</sup> of January, 2016.

Revised and amended April 1993; June 1993; June 1995; January 1996; January 2004; October 2005, May 2007, September 2008, and January 2011.