

Unitarian Universalist Fellowship of Columbus

Proposed Bylaws

These revised Bylaws, approved by the UU Board, will be presented to the voting membership of the Unitarian Universalist Fellowship of Columbus at the annual business meeting on Sunday, Dec. 8, immediately following the Sunday service. (Approximately 11:35 a.m.) The Fellowship will vote to approve or reject these bylaws.

The Articles

Article I: NAME, AFFILIATION AND PURPOSE

Article II: MEMBERSHIP RIGHTS AND RESPONSIBILITIES

Article III: BOARD OF TRUSTEES, OFFICERS AND ELECTIONS

Article IV: MEETING REQUIREMENTS AND PROCEDURES

Article V: FISCAL YEAR, BYLAWS CHANGES, PARLIAMENTARY PROCEDURES AND DISSOLUTION

Article I: NAME, AFFILIATION AND PURPOSE

1.1 The name of this religious society shall be the Unitarian Universalist Fellowship of Columbus, Inc., hereafter the "Fellowship."

1.2 The Fellowship shall be a member of the Unitarian Universalist Association and of the Southern Region of the Unitarian Universalist Association.

1.3 We unite to share our energy and resources to support each other on our own unique philosophical and spiritual journeys. We affirm and promote the Seven Principles of Unitarian Universalism within the Fellowship, in our community and in the world at large.

Article II: MEMBERSHIP RIGHTS AND RESPONSIBILITIES

2.1 Membership in the Fellowship is open to all persons regardless of race, ethnicity, gender, sexual orientation or national origin. We do not require allegiance to a creed. We welcome members and friends from many faiths, philosophies and ethical practices,

as long as those members respect the worth and dignity of all people and support the Seven Principles of Unitarian Universalism.

2.2 Membership shall be composed of those persons who support our purposes, who have read the Fellowship's Bylaws and who have signed the Membership Enrollment Book.

2.3 All members at least 18 years old shall have equal voting rights.

2.4 The Fellowship also welcomes official "friends," who regularly attend services or who participate in Fellowship activities. (In order to vote or serve on the Board of Trustees, friends must become members.)

2.5 The Fellowship's Board of Trustees (see Article III) is authorized to remove from the membership roll any member who has lost contact with the Fellowship for more than one year, provided a reasonable effort has been made to communicate with the member. Termination of membership other than by death, by loss of contact, or by choice of the member may be carried out only upon recommendation by the Board of Trustees, followed by majority vote of Fellowship members in a business meeting (See Article IV).

Article III: BOARD OF TRUSTEES, OFFICERS AND ELECTIONS

3.1 BOARD OF TRUSTEES COMPOSITION AND DUTIES

3.1.2 The Fellowship shall be administered by an elected Board of Trustees, hereafter the "Board," consisting of seven (7) members. The Board shall have custody and management of the property and funds of the Fellowship and shall conduct its business affairs. The Board's administrative duties include setting an annual budget and submitting it to the Fellowship for approval. The Board shall hire and manage personnel and direct the maintenance of the Fellowship's property. All checks, drafts, deeds, mortgages, contracts, promissory notes and other legal instruments made out in the name of the Fellowship shall be signed by such officers or agents as shall be authorized by the Board.

3.1.3 The Board shall be authorized to purchase, sell, or mortgage real estate only when specifically authorized to do so by an affirmative vote of a majority of Fellowship members at a business meeting.

3.1.4 The Board also sets policies for health and safety and policies for uses of Fellowship properties, including fees and rules for use of Fellowship facilities, and policies for architectural and landscape design.

3.1.5 The Board may create committees, appoint committee members and direct committee activities. Committees can include members or friends of the Fellowship. Committees shall report to the Board, and committee decisions are subject to Board approval, unless specifically authorized by the Board.

3.2 OFFICERS, TRUSTEES AT LARGE AND THEIR DUTIES

3.2.1 The seven trustees serving on the Board shall include three officers—President, Treasurer, and Secretary—and four Trustees at Large. (The officers also are Trustees.)

3.2.2 The President shall preside over Board meetings, the Fellowship's business meetings and other meetings as necessary. (See Article IV, 4.2.) The President shall compile agendas and deliver them in advance to the Board. The President also may designate substitutes to perform those duties. The President shall be authorized to sign documents, including checks, required for the operation of the Fellowship.

3.2.3 The Treasurer shall submit a written financial report to the Board at each monthly meeting. The treasurer shall, with Board assistance, write annual budgets. The Treasurer shall be authorized to sign checks, and the Treasurer shall deposit income to the Fellowship's accounts. The Treasurer shall work with contracted bookkeepers and shall maintain records and perform other duties to comply with state and federal laws.

3.2.4 The Secretary shall take minutes at Board and Fellowship meetings and distribute draft minutes to Trustees, the Fellowship office administrator and others as needed. The Secretary also shall revise minutes for accuracy, as needed, and deliver the approved minutes to the office administrator. Print copies of the approved minutes shall be kept in the business office and in the Fellowship Library.

3.2.5 Trustees at Large, with Board approval, may serve as members of committees or be liaisons with committees. Board members also can be liaisons for members working on other projects or activities such as, but not limited to, religious exploration, congregational care, social action, Sunday programs, service leaders, music, fundraising, discussion groups, Meditation Garden events and other activities and groups.

3.2.6 Trustees at Large and officers also may be designated by the Board to substitute for the President, Treasurer or Secretary in their absences.

3.3 BOARD ELECTIONS, NOMINATIONS AND VACANCIES

3.3.1 At each Annual Business Meeting (see Article IV) there shall be elected, by written ballot or by acclamation, members of the Board for two-year terms. The terms shall be staggered. Three Trustees (officers or Trustees at Large) shall be elected at December business meetings in odd-numbered years. Four trustees (officers or Trustees at Large) shall be elected in even-numbered years. Staggered terms shall be established at the December 2019 business meeting. That year, three Trustees shall be elected to one-year terms and four shall be elected to two-year terms.

3.3.2 Separate ballots shall be held for the offices of President, Treasurer and Secretary. Trustees at Large shall be elected in a single ballot. Candidates with the most votes shall fill the open positions among the Trustees at Large. All Trustees, including officers, shall serve terms that end on Dec. 31. New boards take office January 1.

3.3.3 Each year no later than sixty (60) days prior to the annual meeting, the Board shall appoint a nominating committee to recommend candidates and accept nominations from the Fellowship at large. The nominating committee also shall notify the Fellowship of the positions open each year and the deadline for receiving nominations, which shall be the November meeting of the Board of Trustees. Nominations shall be closed at that meeting. The Board of Trustees shall publish the slate of nominees no later than two weeks before the annual business meeting in December.

3.3.3 If any position on the Board becomes vacant before the end of a term, the Board shall appoint a temporary replacement. If a position becomes vacant before the Board's August meeting, the Board also shall solicit nominations for the position, present the nominations to the Fellowship and convene a special business meeting of the Fellowship within 45 days to elect a new Trustee. If a vacancy occurs after the August meeting, the board-appointed Trustee shall serve until a replacement is selected during the regular business meeting in December.

Article IV: MEETINGS

4.1 The Board shall meet monthly, and meetings shall be open to members and friends and to guests when appropriate. A quorum of four Trustees is required to hold a meeting, but votes taken by the Board always require at least four (4) votes in favor to be approved, no matter how many members attend. If a monthly meeting lacks a quorum, the Board may set an alternate date for the monthly meeting. When Trustees know they will be absent from a monthly meeting, they may appoint members of the Fellowship to take their place and vote in their stead.

4.2 The Annual Business Meeting shall be held each year on the second Sunday in December after the Sunday service, or at a time and place selected by the Board of Trustees. Elections will be held for open Board positions, and Fellowship members will vote (beginning in 2020) to approve or reject the next year's budget as presented by the Board of Trustees.

4.3 Special business meetings of the Fellowship may be called at the written request of any four (4) members of the Board. The notice of any business meeting shall include an agenda, including the reason for a special business meeting. A quorum for a business meeting requires thirty (30) percent of the membership. Members shall be notified of any business meeting at least fourteen (14) days prior to the meeting.

4.4 The Board may meet privately to discuss personnel, bids and legal issues and for special activities such as board retreats—provided the Board notifies the membership in advance of the purpose of such meetings. No actions requiring Board votes shall be taken in private meetings.

4.5 The Board may conduct electronic votes (e-votes) by email or conference call for time-sensitive, non-controversial issues that do not involve expenditures of more than one thousand dollars (\$1,000). Minutes shall be taken by the President or other presiding Trustee of the e-vote, who shall note how each Trustee voted. Four (4)

affirmative votes shall be required to pass any measure. If any Trustee objects to an electronic vote, it shall not be held. Board members also may attend meetings electronically from remote locations, either by voice or video connection.

4.6 The Board may hold special meetings at the request of four (4) Trustees. At least two weeks' notice must be given to the Fellowship, along with the reason or purpose for the meeting.

4.7 The Board may hold emergency meetings to discuss health and safety issues or issues that threaten significant property damage or financial loss. Such meetings are exempt from the requirement of two weeks' notice for other special meetings.

Article V: FISCAL YEAR, BYLAWS CHANGES, PARLIAMENTARY PROCEDURES AND DISSOLUTION

5.1 The Fiscal year shall end December 31.

5.2 The Fellowship's bylaws may be amended at a Fellowship business meeting by a two-thirds majority vote of those present and voting. Notice of any proposed change in the bylaws shall be contained in the notice of the business meeting. The Board itself may, by a Board vote, make minor amendments to the Bylaws to correct grammar, format and other minor errors, and to clarify language. The Board shall notify the Fellowship of such amendments.

5.3 The Bylaws shall govern disputes over meeting procedures. Issues not addressed by the Bylaws shall be governed by Robert's Rules of Order.

5.4 All Board votes must have at least four (4) affirmative votes, even when fewer than seven (7) members attend a meeting.

5.4 Should the Fellowship vote to disband, Fellowship assets, after settlement of debts, shall be assigned to the Unitarian Universalist Association to support liberal religion.