

UNITARIAN UNIVERSALIST FELLOWSHIP OF MANKATO BY LAWS

Amended 5-20-12; 5-21-17

Article I NAME AND AFFILIATION

Section A. The Name of the corporation shall be the Unitarian Universalist Fellowship of Mankato.

Section B. The Fellowship (in the following referred to as Congregation) shall be a member of the Unitarian Universalist Association and its appropriate regional organizations.

Article II PRINCIPLES AND OBJECTIVES

Section A. The Congregation shall support individual freedom of belief in the discipline of truth irrespective of its source, the democratic process in human relations, the worth and dignity of every person; the goal of world community undivided by nation, race, creed, gender identity, sexual orientation, or physical or mental ability, and the free exchange of ideas through which the values basic to this commitment are strengthened.

Section B. The Congregation is organized for religious and charitable purposes and will not directly participate in political campaigns.

Section C. The Congregation may acquire, own and maintain a meeting place, acquire property and exercise the rights usual to an association of this kind.

Section D. The objectives of this Congregation shall be implemented by an Elected Governing Board and by appointed committees reporting to the Board.

Article III MEMBERSHIP

Section A. This Congregation affirms and promotes the full participation of all persons in its activities and committees or teams.

Section B. A person who is in sympathy with the principles and purposes of this Congregation may become a member by:

- a. Attending a group orientation meeting or discussing similar content with the minister or a Membership committee member and
- b. Signing the Membership Book.

Section C. The Board may confer Lifetime Membership with full privileges on any long-term member who has provided exceptional service to the Congregation.

Section D. A person shall continue to be a member until

- a. A person gives resignation notice to the Board or
- b. No identifiable financial or significant service contribution has been made by the member for two years preceding the Annual May Meeting. If possible, the person shall be contacted before this action is finalized. Or

- c. A person's membership is terminated for cause by a $\frac{3}{4}$ vote of the full Board. The member shall have the right of appeal to the Board and the Congregation before this action is enforced.

Article IV MEETINGS

Section A. The Board shall set times for Annual and Midyear Business meetings of the membership to discuss the business of the Congregation. The Annual Meeting shall be held in May and the Midyear meeting in January. Additional meetings may be called by the Board or by petition of at least twenty members.

Section B. All business meetings shall be announced electronically or via a special mailing at least ten days prior to the meeting. The call shall announce the business to be transacted at the meeting.

Section C. It is a privilege and responsibility of all members to participate in the Annual, Midyear and Special Membership Meetings of the Congregation. All members of the Congregation who have made an identifiable monetary pledge or significant service contribution within the current or immediately preceding fiscal year are eligible to vote at such meetings.

Section D. Thirty percent of the voting membership shall constitute a quorum for business meetings of the Congregation with the following exceptions:

- a. Purchase or sale of real estate shall require a quorum of 40% of the membership and approval of 60% of those voting.
- b. Calling or dismissing a minister shall require a quorum of 40% of the membership and approval of 80% of those voting.

Article V BOARD OF DIRECTORS

Section A. The Board of Directors ("Board") shall be active members elected at the Annual May Meeting. It shall consist of a President, Vice President, Secretary, and Treasurer and three Members at Large. Their terms shall coincide with the fiscal year. The minister shall be a non-voting member.

Section B. Terms of Office

- a. The President and Vice President shall be elected for one year terms and may be reelected for three consecutive terms;
- b. The Secretary shall be elected in even numbered years for a two-year term and may be reelected for three consecutive terms
- c. The Treasurer shall be elected in odd numbered years for a two-year term with no limits on consecutive terms.
- d. Members at large shall be elected for two year terms and may serve no more than two consecutive terms.
- e. Removal: A Board member may resign by giving notice in writing to the Board. A board member may be removed, with or without cause, by action of two-thirds (2/3rds) of the Board or by vote of a majority of the members present at a business meeting of the Congregation or at a special meeting.

Section C. The Board of Directors shall hold regularly scheduled meetings to conduct the business of the Congregation. A quorum shall be four voting members. Actions shall be determined by simple majority of Board members present and voting. Business can be conducted electronically following all the proper procedures.

Section D. Board meetings are open to all interested persons.

Article VI OFFICERS

Section A. The President shall act as Chairperson of the Board and will

- a. Preside over Board and Business meetings of the Congregation,
- b. Plan the agenda for meetings, and
- c. Perform additional duties as the Board may assign.

Section B. The Vice President shall, in the absence of the President, assume the duties of the President and will

- a. Perform additional duties as the Board may assign.

Section C. The Secretary shall

- a. Prepare and maintain minutes of the business meetings of the Congregation and the Board of Directors,
- b. Maintain a record of all votes taken at Board or Congregational meetings.

Section D. The Treasurer shall be responsible for all financial transactions of the Congregation including, but not limited to

- a. Preparing a monthly report for the Board of Directors,
- b. Preparing a report of finances at the end of the fiscal year, and at the January Midyear and May Annual meetings.
- c. Meeting regularly with (but not chairing) the Finance Committee.

Article VII COMMITTEES

Section A. The Congregation shall have such committees as are necessary to its efficient functioning.

- a. Committees shall be formed or approved by the Board subject to submission of a written description of the committee's responsibilities.
- b. Substantive changes in committee responsibilities require Board approval.

Section B. Committee Organization

- a. Committee members shall elect a chair subject to approval by the Board at a Fall meeting.
- b. The term of a committee chair shall be one year and limited to three consecutive years.

- c. Each committee chair shall prepare a committee report for the Annual May Meeting.

Section C. Nominating Committee

- a. The Nominating Committee shall be appointed with the approval of the Board by April 1 of each fiscal year for the purpose of nominating candidates for upcoming Board vacancies.
- b. The Nominating Committee shall consist of the immediate past president, one Board member and one non-Board member.
- c. The Nominating Committee shall present a single slate of candidates for the positions to be filled by election at the annual business meeting; additional nominations may be made from the floor.
- d. Vacancies: If a vacancy in an elected office occurs, the Board shall appoint a replacement to serve for the remainder of the term subject to approval by the Congregation at its next business meeting.

Section D. Audit Committee

- a. The Audit Committee shall consist of the Treasurer, two members of the Finance Committee and a member of the Board of Directors.
- b. The committee shall present its report certifying the state of the Congregation's finances at its Annual May meeting.

Article VIII FINANCES

Section A. The fiscal year of the Congregation begins on July 1 and ends on June 30 of the following year.

Section B. Budget

- a. By the September Board meeting, a vision budget will be developed by the Board and the Finance Committee for use in the fall Stewardship Drive.
- b. A proposed budget shall be developed by the Finance Committee each year to be presented to the Board of Directors at its March meeting for approval or amendment.
- c. The final budget shall be presented to the membership for their feedback at the Annual May Meeting.
- d. Final review and approval of the budget shall be made by the Board at its June meeting.

Article IX AMENDMENTS

Section A. These By Laws, so far as allowed by law, may be amended or repealed by two thirds vote of qualified members present at any business meeting of the Congregation.

Section B. Notice of proposed changes in the By Laws shall be contained in the notice of the business meeting.

Article X DISSOLUTION

Should the Fellowship cease to function and the membership vote to disband, any assets of the corporation will be transferred to the Unitarian Universalist Association for its general purposes. The transfer will be made in full compliance with applicable laws.