

**HARRISONBURG UNITARIAN UNIVERSALISTS BYLAWS**  
**Revision Approved by the HUU Board on October 21, 2018**  
**And Adopted by a Meeting of the Congregation on December 9, 2018**

**HUU Bylaws Revision History:**

Original Revision of HUU Bylaws (adopted on May 19, 2002)

Inactive Member Revisions (adopted on May 18, 2008)

Welcoming Congregation Revisions (adopted on October 30, 2011)

**ARTICLE 1 -- Name.**

The name of this congregation shall be the Harrisonburg Unitarian Universalists, hereafter referred to as HUU.

**ARTICLE 2 -- Purpose.**

The purpose of this congregation is to support each other in our various inward journeys toward truth (sense-making). We will endeavor to do this in an atmosphere of mutual acceptance, openness, and friendship (care-giving). Committed social action on behalf of the local and global communities will be a natural expression of this purpose (justice-seeking).

In accord with our purpose, members of HUU covenant to affirm and promote seven fundamental principles:

- the inherent worth and dignity of every person
- justice, equity, and compassion in human relations
- acceptance of one another and encouragement to spiritual growth in our congregation
- a free and responsible search for truth and meaning
- the right of conscience and the use of the democratic process within our

- congregation and in society at large
- the goal of world community with peace, liberty, and justice for all
- respect for the interdependent web of all existence of which we are a part

In accord both with our purpose and with our principles, members of HUU commit themselves

- to seek consensus in decision-making whenever possible
- to respect the will of the majority as well as divergent opinions when consensus is not possible
- to provide due process in the resolution of issues at all times

### **ARTICLE 3 -- Denominational Affiliation.**

This congregation shall be a member of the Unitarian Universalist Association (UUA). It is the intention of this congregation to make annual financial contributions equal to its Fair Share as determined by the Association.

### **ARTICLE 4 -- Membership.**

Membership in HUU is open to all persons regardless of race, color, disability, gender or gender identity, affectional or sexual orientation, age, or national origin.

#### Section 1: Joining HUU

To become a member of HUU one must:

- be at least 16 years of age
- support the purpose of this congregation
- sign the membership book in the presence of an officer or trustee
- support HUU functionally, volunteering one's time and talents for the work of the congregation
- support HUU financially to the best of one's ability through an annual pledge or regular contributions.

#### Section 2: Rights and Responsibilities

All members of HUU are qualified to vote in congregational meetings, to serve on the Board of Trustees, and to serve as committee chairpersons.

### Section 3: Leaving HUU

Membership in HUU may be ended in several ways:

- ✓ A member may withdraw from membership by making a written request to the Board. A member so withdrawn may be reinstated to membership upon notifying the Board in writing.
- ✓ The status of a member may be changed to “inactive member” by the Board if the member does not take part in HUU activities or support the congregation financially. Inactive members do not have any of the rights and responsibilities listed in Section 2. An inactive member may be reinstated to full membership upon resumption of active participation.
- ✓ If an “inactive member” does not participate in the life of the congregation or contribute financially for a period of three years, the Board may remove the individual from all membership categories upon recommendation of the Treasurer and the Membership Committee.
- ✓ A member may be removed from membership for cause (the member does not meet the letter and spirit of membership requirements) by majority vote at a duly called congregational meeting.

## **ARTICLE 5 -- Congregational Meetings.**

### Section 1: Time, Place, and Agenda

An annual congregational business meeting to elect members of the Board of Trustees, receive the year-end financial report, and adopt a budget for the coming fiscal year shall be held each year in the month of May at such time and place as shall be fixed by the Board. Additional congregational meetings may be called by the Board alone, or by the Board acting on the written request of any ten (10) members of the congregation.

### Section 2: Notice of Meeting

The date, time, place, and business to be transacted at all congregational meetings shall be set forth in the notice of the meeting, which shall be sent to all members by mail (surface or electronic) at least (10) days prior to the meeting. If extreme emergency

prevents this ten-day notice, every effort will be made to contact all members as quickly as possible.

### Section 3: Quorum and Voting

Fifteen percent (15%) of the membership shall constitute a quorum. A quorum must be present during congregational voting. Only members present may vote. Unless otherwise specified in these bylaws, decisions will be made by simple majority vote.

### Section 4: Minutes

A scribe shall be appointed by the Board to record the proceedings of each congregational meeting.

## **ARTICLE 6 -- The Board of Trustees.**

The ordinary affairs of the congregation shall be administered by a Board of Trustees (hereafter called "The Board") which shall be elected by and directly responsible to the membership.

### Section 1: Composition

The Board of Trustees shall consist of a Treasurer and no more than six (6) or less than four (4) Trustees. All members of the Board shall be members of the congregation.

### Section 2: Meetings and Officers

The Board shall hold regular meetings at least once every two months. The Board may schedule additional meetings as needed. A majority of current Board members must be present to transact business at Board meetings. The Board may meet in closed session at the request of a majority of its current members to consider personnel actions or other issues of a sensitive and confidential nature. All other Board meetings are open to all members and friends.

Special meetings may be called by the Board Moderator or by at least three (3) other Board members with as much advance notice as possible to all Board members.

Decisions at special Board meetings will require the same quorum as at regularly scheduled meetings.

Between face-to-face meetings, as needed and by common consent, the HUU Board may use electronic means to make decisions in the conduct of its responsibilities on any matter whose urgency or efficient disposition requires immediate action. Any decision made through electronic means will be documented in minutes for the next face-to-face Board meeting.

The Board shall select from its membership such officers, other than the Treasurer, as it deems necessary and shall provide for the timely succession of such officers:

- ✓ the Board may appoint from its membership a Moderator and a Scribe to preside and record minutes at Board meetings
- ✓ the Board may from time to time appoint from its membership a trustee to serve as a legal representative for the congregation.

### Section 3: Responsibilities

The Board shall have general charge of the property of the congregation, the conduct of its business affairs, and the control of its administration. In particular, the Board shall have authority to

- ✓ expend funds as provided in the budget approved at the annual congregational meeting
- ✓ employ staff
- ✓ approve and effect the acquisition, purchase, transfer, or sale by HUU of any real property or investment. In the case of real estate, such transactions will not be made without prior approval by the congregation.
- ✓ establish committees
- ✓ appoint from its own membership liaisons to serve ex officio on committees
- ✓ provide guidance as needed to committee chairs
- ✓ remove any committee chair as necessary for the well-being of the congregation
- ✓ delegate to subcommittees
- ✓ examine periodically the purpose of the congregation in order to establish and modify programs and long range goals
- ✓ set the time and place for annual congregational meetings
- ✓ fill vacancies in elected offices with persons who serve until the next annual congregational meeting
- ✓ establish written policies and guidelines necessary for the smooth running of the

congregation

- ✓ approve all policies and procedures necessary for the effective implementation of these bylaws

#### Section 4: Election and Terms of Office

Board members shall be elected at the annual congregational meeting. Their terms shall begin on June 1 and end on May 31:

- ✓ The Treasurer, along with one or more Assistant Treasurers as determined by the Board, shall be elected in odd numbered years for a two-year term.
- ✓ All other Trustees shall be elected to three-year terms. Trustees' terms shall be staggered so that two Trustees shall be elected each year.

#### Section 5: Resignation and Dismissal of Board Members

Any Board member who wishes to resign shall submit a letter of resignation to the Board. Board members may be dismissed from the Board for conduct detrimental to the interest of the congregation, for lack of sympathy with board duties or for refusal to render reasonable assistance in carrying out the Board's responsibilities. Dismissal will require a two-thirds majority of the other Board members. The Board will develop all necessary procedures when dismissal of a Board member is required.

### **ARTICLE 7 -- Financial Affairs**

#### Section 1: The Fiscal Year

The fiscal year shall end on June 30 of each calendar year.

#### Section 2: The Treasurer

The Treasurer, along with one or more Assistant Treasurers as determined by the Board, shall be elected by the congregation in odd numbered years for a two-year term of office.

#### Section 3: Duties of the Treasurer

The Treasurer and Assistant Treasurers shall serve as the congregation's chief financial

officers, responsible for all matters related to the financial well-being of the congregation.

The responsibilities of the Treasurer and Assistant Treasurers include but are not limited to

- ✓ supervising all bank accounts and investments for the congregation
- ✓ collecting and disbursing funds as directed by the Board
- ✓ monitoring expenditures and investing any surplus funds in keeping with Board policy and the approved annual budget
- ✓ scheduling independent audits of HUU finances as directed by the Board
- ✓ providing an annual report of their financial contributions to all members and friends
- ✓ providing a report of financial transactions for the past fiscal year at the congregation's annual business meeting
- ✓ providing a running report of the church's financial status at all Board meetings
- ✓ providing financial information as needed at meetings of Board-appointed committees
- ✓ serving as liaison to or chair of the finance committee

#### **ARTICLE 8 -- Nominations and Elections.**

A Nominating Committee of two (2) persons shall be selected by the Board in December of each calendar year to serve until the congregation's annual business meeting in May of the following year. Members of the Nominating Committee shall be voting members of the congregation. The Nominating Committee shall

- ✓ prepare a list of qualified nominees for Board positions to be filled by election at the annual business meeting
- ✓ shall recommend to the Board, upon request, a list of recommendations for committee chairs for the coming year
- ✓ shall recommend to the Board, upon request, qualified persons to fill vacancies which may arise from time to time on the Board and on committees

Names of all persons nominated by the committee shall be sent to all members of the congregation with the notice of the annual meeting. At the annual meeting, nominations may also be made from the floor. No person shall be nominated without his or her consent.

If there is only one nominee for each board position (Trustee or Treasurer), that nominee shall be declared elected by acclamation. If there are two (2) or more nominees for any office, election shall be by written ballot, and a plurality of votes shall be sufficient to elect.

#### **ARTICLE 9 -- Committees.**

Committees shall be established as determined by the Board to carry out ongoing activities in such areas as worship, religious exploration, membership, and finance. Committees shall have authority to select their own leaders. These leaders shall be voting members of the congregation.

#### **ARTICLE 10 – Staff and Minister.**

##### **Section 1 – Staff**

It shall be the responsibility of the Board to determine the staffing needs of the congregation and to fill said staff positions as needed via contract or letter of agreement.

- As staffing needs emerge, the Board or a committee appointed by the Board shall develop a written job description for each position with specific duties, hours, and accountability relationships indicated.
- Any position created by the Board shall be open to all *qualified* candidates regardless of race, color, ability, gender or gender identity, affectional or sexual orientation, age, or national origin.
- All staff shall be supportive of the mission of the congregation as well as the Principles and Purposes of the Unitarian Universalist Association.



## Section 2 – Non-Settled Minister

The Board may hire a non-settled minister to serve the needs of the congregation.

- ✓ A non-settled minister is a minister whose terms of employment are determined by the Board and who serves for a defined period of time.
- ✓ A non-settled minister need not be in fellowship with the Unitarian Universalist Association.
- ✓ A non-settled minister will be hired via a contract or letter of agreement between the minister and the Board. Such a contract or letter of agreement will be offered by the Board only after receiving input indicating broad support for the hire within the congregation.

## Section 3 – Settled Minister

The congregation may call a settled minister. A settled minister is a minister who has met the requirements of UUA ministerial fellowship and who is called by the congregation to serve for an indefinite period of time. The guidelines of the UUA and its Ministerial Fellowship Committee shall be adhered to in the selection and hiring of a settled minister.

## Section 4 – Settled Minister Selection Process

The authority to call a settled minister is vested exclusively in the congregation as a whole. This authority can be exercised only in duly called congregational meeting.

- ✓ If the congregation desires to call a settled minister, a Ministerial Search Committee shall be elected by the congregation to conduct the search and recommend a candidate to the congregation.
- ✓ The Board, upon the advice of the Search Committee and with the concurrence of the candidate, shall recommend to the membership a proposed contract or letter of agreement between the minister and the congregation. The Board shall call a special congregational meeting to call the minister and approve the contract or letter of agreement. Voting shall be by secret ballot. Election and approval shall be by at least ninety percent (90%) of the members present and voting.

### **ARTICLE 11 -- Dissolution.**

Should this congregation cease to function and the membership vote to disband, any assets of the society will be transferred to the Unitarian Universalist Association for its general purposes, this transfer to be made in full compliance with whatever laws are applicable. The Board shall perform all actions necessary to effectuate such conveyance.

### **ARTICLE 12 -- Amendments.**

These bylaws, so far as allowed by law, may be amended or replaced at any duly called congregational meeting by a two-thirds (2/3) vote of those present and voting. Notice of any proposed change shall be contained in the notice of the meeting.

<h3><b>ADOPTION</b></h3>
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These bylaws must be approved by at least a two-thirds (2/3) majority of all HUU voting members present at a properly called congregational meeting. In addition, the quorum at such a meeting must be at least fifteen percent (15%) of the congregation's entire voting membership.

If accepted by the congregation, these bylaws will supersede all governing documents currently in effect.

Date of Adoption:

December 9, 2018

Trustees Serving As Witnesses:

David Lane

Richard Sider

Jo Anne St. Clair