

**Bylaws**  
**Unitarian Universalist Church of Augusta**  
**As amended June 2011**

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**I. MEMBERSHIP**

The term "member" shall be synonymous with the term "voting member" throughout this document. The congregation covenants to promote the full participation of all Members in the activities of the Church.

A. **Becoming a Member:** Any person may become a Member who is in sympathy with its purposes and programs, who is at least sixteen (16) years of age, and who signs the membership book of record in the presence of the Minister or a member of the Board. No test of creed, of faith, of national origin, of race or color, of gender, of sexual or affectional orientation, of physical ability, or other similar test shall be imposed as a condition of membership.

B. **Maintaining Membership:** Membership is maintained through contributions of time and/or talent, through participation in its mission and activities, and through making an annual financial contribution of record.

C. **Inactivation of Membership:** Membership status is indefinite. Persons may be moved to "inactive" status upon official review of the membership roll. Inactive members may be restored to active status should they indicate such a desire.

D. **Membership Rolls:** The Board Secretary is responsible for conducting periodic reviews, at least annually, to maintain accurate membership records in collaboration with the Minister and the Membership Chair. A report of membership changes shall be presented to the Annual Meeting.

E. **Youth Membership:** In order to demonstrate a personal commitment to this congregation and to Unitarian Universalist principles, an individual under the age of sixteen (16) may be considered for Youth Membership, following thoughtful discussion between the youth, the Minister and/or President, and the youth's parent(s) or adult sponsor(s). Youth Membership may include a covenanting ritual with the congregation, and/or completion of a religious education curriculum. A Youth Member may participate fully in all activities and committees of the Church, but may not hold elective office, and may not vote at a meeting of the membership.

F. **Associate Membership:** Upon request of a member, or upon request of the Membership Committee with consent of the member, the membership status of that individual may be changed to Associate (nonvoting) status to reflect that person's desire to remain formally connected to the congregation despite an extended absence from the area. Those who are designated as Associate members will not be included in the formal membership statistics submitted to the Unitarian Universalist Association, so that costs to the church will be restricted to mailings of the newsletter. Those who are in Associate membership status may request a return to Voting Member Status by written notice to the Membership Committee chair at any time.

**II. MEETINGS OF THE CONGREGATION**

A. Annual Meeting: Annual Meetings of the congregation shall be held for the following purposes:	42
1. electing members to the Board and to Committee positions specified in Section V of these bylaws,	43
2. approving revised membership rolls,	44
3. receiving the annual reports of the Minister, President, Secretary, Treasurer, Board liaisons, and	45
4. acting on other business set forth in the agenda which may properly come before the congregation.	46
This meeting shall be held in the fourth (4th) quarter of the fiscal year.	47
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B. Called Meetings: Called Meetings of the congregation shall be held to obtain the advice or consent of the membership to authorize Board action. This may include the purchase of real property, approving unanticipated expenditures greater than five percent (5%) of the approved annual operating budget, and such other business as determined by the Board. A Notice of Called Meeting must include the purpose of the meeting and must be mailed a minimum of eight (8) days prior to the date of the proposed meeting. Such a meeting may be called by the Board or by a petition of twenty percent (20%) of the membership.	52
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C. Quorum: A quorum is necessary for any congregational meeting to take official action. Except as otherwise specified in these bylaws, a quorum exists whenever twenty percent (20%) of the most recent certified membership is present. Exceptions requiring a greater percentage to qualify as a quorum will be agenda items which include the calling or dismissal of a Minister, which requires a quorum of fifty percent (50%) of the membership.	60
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D. Process: Every effort will be made to reach decisions by consensus, however, business presented for congregational action may be approved or defeated by a simple majority vote with the following exceptions:	66
1. Agenda items which include the calling or dismissal of a Minister as set forth in Section IV of these bylaws.	67
2. Agenda items that ask congregational action on Social Action proposals, following the process outlined in our Policy and Procedures Manual, which requires a 2/3 majority vote.	68
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<b>III. BOARD OF TRUSTEES</b>	74
The Board shall consist of the President, President-Elect, Secretary, Treasurer and six (6) Members-At-Large. As individuals and as a group, the Board covenants to act in the best interests of the Church, to the best of their ability. Members of the congregation covenant to support the Board in their work representing the Church.	75
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A. Responsibilities: Unless otherwise specified in this document, the duly elected Board will be responsible for all operations of the Church. These responsibilities shall include, without limitation:	79
- general charge of the property of the Church- approval of all contracts and other written instruments to which the Church is a party- preparation of a draft Church budget for approval or amendment at the Annual Meeting	80
- supervision and/or administration of all Church business	81
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- creation of ad hoc committees	86
- approval of chairs of various committees	87
- designation of Board members as liaisons to areas of Ministry	88
- appointment of replacement Board members to fill vacancies until the next regular election cycle	89
- specification of particular functions of Officers	90
- designation of official delegates to represent the Church for District and UUA meetings	91
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B. Executive Officers: Officers of the Congregation are elected to serve one-year terms and must be selected from the current membership rolls of the Church.	94
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1. President: The President serves as Chair of the Board, is an ex officio member of all committees except Congregational Committees, presides at all meetings of the Board and of the congregation, represents the Church on all appropriate occasions, and may request reports from the Council and committees when deemed necessary.	96
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2. President-Elect: The President-Elect shall assist the President in all necessary and appropriate ways, shall preside at all meetings of the Board or congregation in the absence of the President, shall serve as Chair of the Council, may make recommendations for committee chair positions, and, if for any reason the President is unable to serve, shall assume the office of President. Upon completion of a term of one year, the President-Elect shall assume the office of President.	101
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3. Secretary: The Secretary shall keep an accurate record of meetings of the Board and called meetings of the congregation, shall notify members of the congregation and the Board of the time, place and purpose of meetings, may serve as Liaison for Congregational Life Ministry, shall maintain the membership rolls, and will perform other duties usually appropriate to the office, including providing drafts of the minutes of prior meetings to Board members, and posting approved Minutes for the congregation.	108
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4. Treasurer: As Board Liaison for the Ministry of Finance, the Treasurer shall be responsible for the receipt and safekeeping of all financial and intangible property of the Church. The Treasurer shall supervise any person(s) who may be delegated to keep account of all receipts and expenditures, and pay salaries and bills authorized by the budget and/or the Board. Further, the Treasurer shall be responsible for submitting written monthly financial reports to the Board, and perform other duties as may be deemed necessary. All official records of the Treasurer remain the property of the Church. At the discretion of the Board, any or all persons responsible for the funds of the Church may be bonded with the cost of said bond paid by the Church.	115
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C. Executive Committee	125
1. Composition: The Executive Officers of the Board (President, President-Elect, Treasurer, and Secretary) shall comprise the Executive Committee of the Board. A quorum of the Executive Committee exists when any three (3) of these officers are present.	126
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2. Functions: The Executive Committee may consider all business of the Board, set agendas, and make recommendations to the Board. Under conditions of urgency, the Executive Committee may transact business on behalf of the Board.	130
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To the extent permitted by law, decisions of the Executive Committee may be rescinded, abridged or amended by the full Board at its next regular or special meeting.	133 134 135
D. Members-At-Large: There shall be six (6) Members-At-Large of the Board. Three (3) of these members shall be elected each year for a term of two (2) years such that at any one time, half will be in their first year of service and half will be in their second year of service in a rotating cycle. Each member shall serve as a Liaison to a Ministry function of the congregation, thereby being responsible for regular reports to the Board and supervising the submission of an annual report to the Congregation.	136 137 138 139 140 141
E. Term of Service: Trustees shall be elected at the Annual Meeting of the congregation. Terms of the members will coincide with the fiscal year of the Church. Members of the Board may serve no more than five (5) consecutive years. No member may hold more than one Board position or serve on the Committee on Ministry while holding a Board position.	142 143 144 145 146
F. Meetings of the Board	147
1. Open Meetings: All meetings of the Board are open meetings unless otherwise specified. A closed meeting may be declared by a two-thirds vote of those Board members present, only in order to transact business which is sensitive and private in nature. Members of the Church are invited to attend and may have a voice in open meetings of the Board.	148 149 150 151 152
2. Time and Place: At a minimum, the Board shall meet monthly at a regularly scheduled meeting time and place. Additional meetings may be called as necessary to conduct the business of the Congregation. A called meeting of the Board will occur upon request and notification by the President or a member of the Executive Committee.	153 154 155 156 157
G. Quorum: A quorum of the Board consists of a simple majority of the Board members and must include either the President or the President-Elect. A quorum must be present in order for the Board to transact business.	158 159 160
H. Board Vacancies: A majority of the Board may vote to replace an Officer or Member-At-Large who misses three (3) consecutive meetings without just cause, resigns, or who in other ways is unable or fails to fill his/her responsibilities. The Board may request a list of candidates from the Nominating Committee. A person so appointed will serve until the next Annual Meeting at which time the position shall be filled by nomination and congregational election.	161 162 163 164 165 166
IV. <b>MINISTRY</b>	167
A. Calling a Minister	168
1. Ministerial Search	169
a. Search Committee Appointment: In the event of a ministerial vacancy, the Board is responsible for ascertaining and following UUA-recommended procedures before appointing a Search Committee, consisting of not less than five (5) and not more than ten (10) members, (preferably none of whom are members of the Board), who represent a cross-section of the general membership, to seek suitable candidates for	170 171 172 173 174 175

the professional ministry of the congregation.	176
b. Guidelines: The Board will familiarize itself with the UUA guidelines for conducting Ministerial searches and will instruct the Search Committee as to the appropriate procedures.	177 178 179 180
c. Recommendation: Upon completing the search process, the Search Committee shall make appropriate recommendation(s) to the Boar	181 182
2. Calling a Professional Minister: The Board shall review the recommendation of the Search Committee for appropriate referral to the general membership at a called meeting of the congregation. At such a meeting a minister may be called by no less than a nine-tenths (9/10)-majority vote. If the vote is not successful, the Board may take appropriate action to make other arrangements, and/or re-initiate the process.	183 184 185 186 187 188
B. Professional Ministry	189
1. Letter of Agreement with Minister: The Board of Trustees, with the assistance of the Search Committee, participates with the Minister in drafting a Letter of Agreement. The Letter includes the general responsibilities of the Minister, the Minister's employment package, and guidelines for supervision of staff. The Minister's package includes provisions for compensation, vacation, pulpit leave, and other negotiable benefits.	190 191 192 193 194 195
2. Minister's Privileges and Responsibilities	196
a. Free Pulpit: The Minister enjoys a free pulpit in accordance with the traditions of Unitarian Universalism, and is accorded freedom to speak the truth, as the Minister understands it, in the congregation and the community.	197 198 199 200
b. Supervisory Position: The Minister supervises all staff of the Church.	201
c. Board of Trustees: The Minister attends the meetings of the Board as a non-voting member whenever possible, and is free to express opinions and make suggestions on all topics.	202 203 204
d. Ministries & Committees: The Minister serves as an ex officio member of all committees and is free to express opinions and make suggestions without vote.	205 206 207
3. Dismissal of a Minister: The dismissal of a Minister requires a two-thirds (2/3) majority of the membership present at a called congregational meeting. The vote is by written secret ballot. In case of dismissal, the salary of the Minister shall continue for a period of not less than three (3) months from the date of an affirmative vote for dismissal unless circumstances dictate otherwise, as determined by the Board. Conditions for compensation are followed as specified in the Minister's Letter of Agreement.	208 209 210 211 212 213 214
4. Resignation of a Minister: The Minister is expected to give three (3) months notice before terminating services unless alternate conditions are mutually agreed upon by the Board and the Minister. Conditions for compensation are to be followed as set up in the Letter of Agreement.	215 216 217 218
5. Minister Serving in Capacity Other Than Settled Minister: In the event that a Minister serving in a capacity other than a Settled Minister is employed, approved UUA procedures will be followed.	219 220 221
C. Committee on Shared Ministry	222

1. Purpose: The purpose of the Committee on Shared Ministry is to monitor the health of the congregation and strengthen the quality of ministry within the congregation. This committee is responsible to the board and functions as an advisory body.	223 224 225
2. Structure:	226
a. Composition: The committee shall consist of four (4) members. The Minister and Ministry Associates serve as ex officio members. None of the members of the Committee may be members of the Board.	227 228 229
b. Formation: Upon calling a Minister, the Search Committee may serve as the Committee on Shared Ministry for the initial six (6) months of a new minister's settlement. During that time, the minister and the executive committee will develop a list of potential members for the Committee on Shared Ministry. No later than two (2) weeks prior to the sixth (6th) regularly scheduled board meeting from the date of employment, the Minister will submit the list of names to the Board to be appointed. Whenever a committee vacancy occurs, the Minister shall consult with the executive committee regarding a replacement for the vacancy and submit a name for each vacancy to the Board for their appointment.	230 231 232 233 234 235 236 237 238
3. Terms of Members: For the initial committee, to provide continuity, one (1) member shall serve a three (3) year term, two (2) members shall serve two (2) year terms, and one (1) member shall serve a one (1) year term, as designated by the Board at the time of the member's appointment. All vacancies shall be filled thereafter to complete cycles of three (3) year terms. The Committee may, at the discretion of the Board, be disbanded or continue to serve upon the departure of the Minister.	239 240 241 242 243 244
4. Committee Responsibilities: In accordance with the ministerial covenant and Letter of Agreement, the Committee coordinates periodic reviews and evaluation of the Shared Ministry of the church. They continually monitor congregational life; model healthy and deepening relationships with the minister(s), Ministry Associates and staff; continually educate themselves about ministry and in turn educate the congregation; and periodically advise the board regarding the health of the shared ministry of the church.	245 246 247 248 249 250
 D. Ministry Associates:	 251
1. Functions: The Ministry Associates are laypersons who may serve the congregation by sharing and augmenting certain functional work of the lay leadership and the professional minister(s) in assigned areas, under the overall supervision of the Minister.	252 253 254
2. Structure:	255
a. Composition: Periodically (no more frequently than annually), applications from members to become ministry associates will be accepted. The minister in consultation with the Ministry Associates will decide who is accepted into the training phase of the program. Training in specific and/or general areas of Ministry will be provided in order to be eligible to serve as a Ministry Associate to and on behalf of this congregation and/or the Augusta community.	256 257 258 259 260 261
b. Investiture: Upon successful completion of the recommended course of study and practice under the supervision of the Minister, the name(s) of the proposed Ministry Associate(s) shall be submitted to the Board for approval and investiture for a one year provisional term of service. At the end of the provisional year, the minister and board shall determine continuing status. The ritual of investiture shall be held in an open public worship service.	262 263 264 265 266 267
c. Authorization for conducting ritual: the Board is authorized to designate one or more Ministry Associates with the specific powers to preside, conduct, and formally officiate at rites of passage in and for the congregation and community,	268 269 270

particularly ceremonies of marriage and union, with the full powers as provided	271
by the laws of this State for ministers of any congregation.	272
3.Term(s): The Ministry Associate(s) shall serve indefinite terms as long as they are	273
performing well and wish to continue.	274
<b>V. COMMITTEE STRUCTURE</b>	275
A. Congregational Committees: The Congregational Committees of the Church are the	276
Nominating, Search and Endowment Committees.	277
1. Nominating Committee	278
a. Composition: The Nominating Committee will consist of five (5)	279
elected Members-At-Large. Members-At-Large shall be members of the	280
congregation who are nominated for office by the preceding Nominating	281
Committee and duly elected during the Annual Meeting of the	282
congregation or appointed in accordance with these bylaws.	283
b. Nominations: This committee shall present one or more nominations for	284
President-Elect, Secretary, Treasurer, three (3) Members-At-Large, five	285
(5) nominees for the Nominating Committee, and such nominees as are	286
necessary to fill vacancies which may have occurred. These nominations	287
shall be sent to all members at least fourteen (14) days in advance of the	288
election. Additional nominations for any office may be made from the	289
floor at the time of the election, with proof of consent of the nominee.	290
c. Filling Vacancies: Should vacancies occur on the Board or other	291
congregationally-elected positions, the Nominating Committee shall aid	292
the Board in filling those vacancies by providing a list of interested and	293
eligible candidates within two weeks of being apprised of the vacancy.	294
2. Search Committee: Refer to Section IV of these bylaws.	295
3. Endowment Committee:	296
a. Composition: The composition of the Endowment Committee shall be	297
as determined by the Endowment Resolution.	298
b. Responsibilities: The Endowment Committee shall be custodians of the	299
Endowment Fund.	300
B. Functional Ministries of the Congregation: The Congregation will be served by at least	301
eight designated Functional Ministries, with Board liaisons, which shall include	302
Celebrations, Communications, Congregational Life, Education, Financial Affairs,	303
Resources, Social Justice, and Worship. Appropriate committees or task groups will be	304
formed with appropriate Chairs or officers (subject to Board approval) to perform	305
necessary and helpful functions and duties in the life of the Church.	306
1. Committee functions: The primary functions of the various committees shall	307
be approved by the Board, and may be further specified or delineated by the	308
Council.	309
2. Committee Chairs.	310
a. Terms: The Chair of each committee shall be appointed by the Board	311
for a term of one year or until successor has been appointed. The Board	312
will fill vacancies of committee chair positions as needed.	313
b. Responsibilities: Chairs are responsible to communicate with and	314
report to the appropriate Board liaison, shall serve as representatives to the	315
Council, and shall regularly report to the Council on the activities of the	316
committees. In addition, the Board may request specific committee	317

reports.	318
C. Council: The Council shall consist of Chairs of all Committees, with the President-Elect as Council Chair.	319 320
1. Meetings: The Council will meet at least quarterly at a time and place to be determined by the Chair.	321 322
2. Responsibilities: The council shall have general responsibility for coordination of the functional Ministries of the Congregation and their programs. This will include such functions as facilitating communication, scheduling, training, and developing plans and guidelines for committee activities. The Council will also coordinate program budget proposals for Board review and approval. It may also recommend changes to the Board. The President-Elect, as Council Chair, will report to the Board on the meetings of the Council.	323 324 325 326 327 328 329
<b>VI. ENDOWMENT</b>	330
The Board shall establish one or more endowment funds, whose purposes, governance, and operational procedures shall be defined by a special resolution to be adopted by majority vote of the congregation.	331 332 333
<b>VII. FISCAL YEAR</b>	334
The fiscal year shall begin on 1 July and end on 30 June.	335
<b>VIII. AMENDMENTS</b>	336
A. Process: These bylaws, so far as allowed by law, may be abridged, amended or repealed by a two-thirds (2/3) vote of those members present and voting at a duly called meeting of the Congregation. Changes may be proposed by the Board of Trustees or by petition of twenty percent (20%) of the membership.	337 338 339 340
B. Notice: Notice of proposed changes in the bylaws shall be presented in full in the notice of the meeting, given in accordance with the rules governing the notification of a Called Meeting under Section II-B of these bylaws.	341 342 343
<b>IX. EFFECTIVE DATE</b>	344
The effective date of this document is intended to be the day following congregational approval by ratification at a congregational meeting called for June 12, 2011, after duly published notice as an amendment to the prior version.	345 346 347