

**Bylaws of the Universalist Church  
of West Hartford**

**Effective June 1, 2005**

**Adopted February 13, 2005**

**Amended May 1, 2005**



# **BYLAWS OF THE UNIVERSALIST CHURCH OF WEST HARTFORD**

## **Section 1: Name**

The name of this Church shall be The Universalist Church of West Hartford, Connecticut.

## **Section 2: Association and Allegiance**

This Church accepts fellowship with the Unitarian Universalist Association and the appropriate regional district of the Association.

## **Section 3: Summary of Authority and Comprehensive Church Powers**

- A. **Congregational Authority.** The ultimate authority for all matters pertaining to the operation of the Church shall rest with the Congregation, which shall consist of the active members of the Church, and shall function as a legally constituted body at its annual regular meetings and special meetings. The Congregation shall elect the Policy Board and call the Senior Minister and other called ministerial positions. No minister shall be called by the Church except by vote of the Congregation as provided in Section 11.
- B. **Policy Board's Authority.** The Policy Board shall act on behalf of the members, set ends and policies, and monitor performance.
- C. **Senior Minister's Authority.** The Senior Minister shall be responsible for the overall ministry of the church, including its administrative operations; shall be responsible to the Congregation and to the Policy Board for implementing the ends and policies determined by the Policy Board; and shall operate collaboratively with the Policy Board. The Senior Minister shall also supervise the other ministerial staff of the Church.
- D. **Comprehensive Church Powers.** The Church also shall have such other powers as may be necessary for the conduct of its affairs and as may be provided for under these Bylaws, by the Policy Board, the laws of the State of Connecticut, and the Internal Revenue Code of the United States of America.

## **Section 4: Membership**

- A. **Active Members.** Any person age fourteen (14) or older desiring to become an active member of this Church and to join in fellowship with our congregation is invited to sign the membership book. A Minister, the Moderator, or a

Policy Board Member must also sign the book witnessing the new member's signature. Membership is effective immediately upon signing the membership book.

- B. **Privileges of Active Members.** Only active members of this Church shall be privileged to vote or to serve in elected positions.
- C. **Status of Members and Keeping of Membership Records.** The Minister(s) along with Church staff will review the membership list annually and determine the status of members as "active" or "inactive." Members who, in spite of kindly approaches, have been absent from the fellowship of the Church, its services and programs and have not contributed to its support for two years may be transferred to an "inactive" list. The name of any person on the inactive list who has not been in communication with the Church or cannot be located for two years will be removed to a "Final" file. A member who dies, or a member who requests in writing to be removed from the active list, will be removed to the Final file immediately. Any person whose membership has been thus transferred may be restored to active membership upon making his or her wishes known. Membership records are retained in perpetuity.

#### **Section 5: Moderator**

- A. **Election of Moderator.** The Moderator will be elected at the Annual Meeting to a two-year term commencing on the following June 1. The Moderator may serve in that position a maximum of two consecutive two-year terms. A current or former Policy Board member may be elected Moderator.
- B. **Duties.** The duties of the Moderator shall include the following:
  - 1. Preside at all business meetings of the Church;
  - 2. Chair all meetings of the Policy Board;
  - 3. Perform such other duties and responsibilities as may be required by the policies of the Church.
- C. **Filling an Unexpired Term.** In the event there is a vacancy in the position of Moderator, the Policy Board shall select one of its members to serve as Interim Moderator until the next May 31. If the unexpired term extends beyond the next May 31, then the Nominating Committee shall include the unexpired position on the slate for the next Annual Meeting, and a replacement to complete the unexpired term shall be elected at the next Annual Meeting. An Interim Moderator appointed by the Policy Board may be elected to complete the unexpired term. Individuals elected to complete an unexpired term as Moderator may be elected for up to two consecutive two-year terms in addition to the unexpired term.

- D. **Period before Service Again.** Once an elected Moderator has served two consecutive two-year terms, she/he may not serve again as Moderator or Policy Board member for at least six years.

### **Section 6: Policy Board**

- A. **Policy Board Members.** The Policy Board of the Church shall consist of the Moderator and six elected Policy Board Members. The Senior Minister shall serve as a non-voting, *ex officio* member of the Policy Board.
- B. **Terms of Elected Members.** The six elected Policy Board Members will serve staggered three-year terms and may serve a maximum of two consecutive three-year terms. Their terms begin on June 1 following their election. Once an elected Policy Board member has served two consecutive three-year terms, she/he may be elected to serve as Moderator as provided in Section 5, but otherwise may not serve again as a Policy Board member for at least four years. A member whose consecutive service is only as an appointed interim member, as specified in paragraph 6.F., may at any time serve again on the Policy Board.
- C. **Governing Body of the Church.** The Policy Board shall act as the overall governing body of the Church and shall be responsible solely to the membership of the Church.
- D. **Duties of Policy Board.** On behalf of the members, the duties of the Policy Board shall include the following:
1. Develop and update the Mission Statement of the Church;
  2. Communicate and consult with the members of the Church;
  3. Establish and regularly review the ends and direction for the Church;
  4. Adopt the policies of the Church;
  5. Monitor the actions, programs, and administration of the Church, in light of the established ends, in accordance with the policies of the Church, and in consultation with the Senior Minister;
  6. Establish the fiscal year for the Church;
  7. Set guidelines for the budget for the upcoming fiscal year and review the proposed budget in light of the established ends, in accordance with the policies of the Church, and in consultation with the Senior Minister;
  8. On a periodic basis, review the financial condition and performance of the Church to ensure appropriate utilization of its financial resources in light of the established ends, in accordance with the policies of the Church, and in consultation with the Senior Minister;
  9. Appoint one or more auditors to conduct an independent review of the Church's finances on at least an annual basis;

10. Appoint committees or task forces as it deems appropriate to assist the Policy Board in the discharge of its duties and in accordance with the policies of the Church;
  11. Determine when the Church shall consider calling a Minister and appoint an appropriate Search Committee.
  12. Approve letters of agreement with called Minister(s), and determine compensation for the Senior Minister;
  13. In the event of a vacancy in the position of the Senior Minister, appoint an interim senior minister until the position is filled according to Section 11;
  14. Make interim appointments to fill unexpired elected positions until the end of the current fiscal year;
  15. Perform such other duties and responsibilities as may be established by the policies of the Church or by other sections of these Bylaws.
- E. **Final Annual Financial Report.** No later than four months after the close of the fiscal year, a written Final Annual Financial Report, including a statement by the Auditors summarizing the findings of their independent review, shall be made available to all members.
- F. **Secretary of the Policy Board.** The Policy Board shall select one of its members to serve as Secretary of the Policy Board. The Secretary shall maintain the record of the Policies of the Church and prepare minutes of all meetings of the Policy Board and of all Congregational meetings.
- G. **Filling Unexpired Terms.** In the event there is a vacancy for one of the positions as Policy Board member, the Policy Board shall appoint an interim member until the next May 31.
1. If the unexpired term extends beyond the next May 31, then the Nominating Committee shall include the unexpired position on the slate for the next Annual Meeting, and a replacement to complete the unexpired term shall be elected at the next Annual Meeting.
  2. A member of the Policy Board appointed, elected, or appointed and subsequently elected to complete an unexpired term is eligible in addition for election to a maximum of two consecutive three-year terms.
  3. The Nominating Committee may be called upon to assist in identifying candidates to serve as interim Policy Board members.
- H. **Resignation by Non-Attendance.** Any member of the Policy Board who is absent from three consecutive regular meetings of the Policy Board or any five regular meetings of the Policy Board in a Church fiscal year, shall, unless the Policy Board votes otherwise, and after written notification, be considered as having resigned from the Policy Board.

- I. **Temporary Chair or Secretary.** In the absence of the Moderator, the voting members of the Policy Board present at a meeting shall appoint a voting member temporarily to chair the meeting. In the absence of the Secretary, the voting members shall likewise appoint a voting member temporarily to take minutes of the meeting.

### **Section 7: Meetings of the Policy Board**

- A. **Meetings.** The Policy Board shall hold a minimum of eight meetings during each fiscal year. Special meetings of the Policy Board shall be held on the call of the Moderator or on the written request of three Policy Board members.
- B. **Parliamentary Procedures.** *Roberts Rules of Order* will be used to govern Policy Board meetings.
- C. **Quorum and Approval of Motions.** Five voting members of the Policy Board shall constitute a quorum. Unless otherwise stated in these Bylaws or in the policies of the Church, approval of a motion shall be by a majority of those voting on the motion.
- D. **Posting Agendas and Minutes.** The Secretary or her/his designee shall post the tentative agenda for each regularly scheduled Policy Board meeting seven days prior to the meeting, and for each specially called meeting on as timely a basis as is practicable. The Secretary or her/his designee shall post minutes of all Policy Board meetings in a timely fashion.
- E. **Presence of Observers.** Any Church member and a representative from the youth group may attend Policy Board meetings as observers. An opportunity for comments from observers shall be included on each agenda.
- F. **Executive Session.** The Policy Board may vote to withdraw into executive session to discuss personnel issues or other confidential matters.

### **Section 8: Nominating Committee**

- A. **Membership and Terms.** The Nominating Committee shall consist of four members elected at the Annual Meeting. Their terms commence on June 1 following their election. Members of the Nominating Committee shall serve staggered two-year terms and may serve a maximum of two consecutive two-year terms. Once an elected Nominating Committee member has served two consecutive two-year terms, the person may not serve again on the Nominating Committee for at least three years.
- B. **Filling Unexpired Terms.** In the event there is a vacancy for one of the positions on the Nominating Committee, the Policy Board shall appoint an interim

member until the next May 31. If the unexpired term extends beyond the next May 31, then the Nominating Committee shall include the unexpired position on the slate for the next Annual Meeting, and a replacement to complete the unexpired term shall be elected at the next Annual Meeting. Members of the Nominating Committee appointed or elected to complete unexpired terms shall be eligible to be elected to up to two consecutive two-year terms in addition to the unexpired term. Members who only serve as appointed interim members may at any time serve again on the Nominating Committee.

- C. **Chairperson.** At the beginning of each fiscal year, members of the Nominating Committee shall select a Chairperson.
- D. **Slate of Nominees.** The Nominating Committee shall prepare a slate of persons to be placed in nomination at the Annual Meeting to fill all vacancies for Moderator, Policy Board members, and Nominating Committee members. This slate shall be posted on the Church bulletin board at least thirty days prior to the Annual Meeting and included in all official notices of the Annual Meeting. The Committee will ensure the consent of any person prior to posting their nomination. At the Annual Meeting, nominations from the floor shall also be considered in addition to the slate offered by the Nominating Committee.
- E. **Assist in Filling Unexpired Terms.** The Nominating Committee may also assist the Policy Board in identifying candidates to fill elected positions that become vacant during the year.

### **Section 9: Removal of Persons from Elected Positions**

- A. **Petition for Removal.** Petition for removal of a person from an elected position shall require a vote by five members of the Policy Board, or a petition signed by sixty active Church members.
- B. **Vote Required for Removal.** In response to an appropriate petition for removal, the Congregation may remove a person holding an elected position from that position by a vote of sixty-percent of those voting on the action at the Annual Meeting or a special meeting.

### **Section 10: Legal Meetings of the Congregation**

- A. **Annual Meeting.** There shall be an Annual Meeting held each year subject to the call of the Policy Board for the purpose of voting to fill elected offices, the acceptance of reports, and for the transaction of other legal business.
- B. **Special Meetings.** Special meetings of the Congregation may be called by the Policy Board or upon written request of twenty active Church members.

The call for such a meetings shall in each case state the purpose of the meeting.

- C. **Posting Calls for Meetings.** The call for the Annual Meeting shall be posted thirty days in advance, and the call for Special Meetings shall be posted at least fifteen days in advance, by posting notice on the Church bulletin board and by other means, including mailings and websites, deemed appropriate by the Policy Board for reaching all active members.
- D. **Parliamentary Procedures.** *Robert's Rules of Order* shall govern procedure at all meetings of the Church.
- E. **Quorum and Approval of Motions.** Sixty active members or fifty percent of the active membership, whichever is less, shall constitute a quorum for any legal meeting of the Congregation. Unless otherwise stated in these Bylaws or in the policies of the Church, approval of a motion shall be by a majority of those voting on the motion.
- F. **Approval of Extraordinary Expenditures or Sale of Church Property.** A two-thirds vote is required to approve expenditures of Church assets or sales of Church property exceeding \$100,000 on any single purchase, sale, or contract for services, other than Letters of Agreement for called ministers and employment contracts for other employees. Such transactions may only be made upon recommendation from the Policy Board.
- G. **Reports from Policy Board and Senior Minister.** Reports from the Policy Board and Senior Minister shall be given at the Annual Meeting including, but not limited to the following reports:
- A report on the finances of the Church,
  - The budget for the current fiscal year showing projections of revenues and expenses.
- H. **Proxy or Absentee Voting.** **Proxy or absentee voting shall not be permitted at the Annual Meeting or special meetings called upon written request of Church members. Proxy or absentee voting may be permitted at special meetings called by the Policy Board if so provided in the call.**

### Section 11: The Minister(s)

- A. **In Fellowship with the UUA.** Minister(s) of this Church shall be and shall remain in fellowship with the Unitarian Universalist Association.
- B. **Called Ministers.** The Congregation shall call to its pulpit a Senior Minister and may call such other subordinate ministerial positions as are approved by the Policy Board.

- C. **Responsibilities of Senior Minister.** The Senior Minister of this Church shall be responsible for the conduct of the religious activities of the Church, personal ministering to the congregation, and other functions associated with Church programs, finance, personnel, and administration in ways that implement the ends established by the Policy Board and are consistent with the policies of the Church as established by the Policy Board. The Senior Minister may, in turn, delegate responsibilities to other Ministers, staff, and volunteers.
- D. **Calling Ministers.** When a Minister is to be called, the Unitarian Universalist Association guidelines for the selection process shall be utilized except as modified by direction of the Policy Board.
1. A Search Committee of active members shall be appointed by the Policy Board for the purpose of carrying out the process to solicit, evaluate, and recommend candidates to fill the position.
  2. The Search Committee shall select the person (or persons) who can in the best of conscience carry out the goals of this Church and fulfill the criteria for selection established by the Committee as informed by the Congregation.
  3. If a suitable candidate (or candidates) is recommended by the Search Committee, the candidate (or candidates) shall be presented to the Policy Board. In turn, the Policy Board shall present the final choice to the Congregation for candidating.
  4. Upon the completion of the candidating process, an officially called meeting of the Congregation shall be held to vote on whether to call the candidate (or candidates) to ministry in our Church. The candidate(s) must receive affirmative votes from three-fourths of the active members present at that meeting in order to be called to serve.
- E. **Termination of Service of Called Ministers.** A called Minister may terminate her/his service upon written notice to the Policy Board pursuant to the terms of her/his letter of agreement. The Congregation may terminate the service of a called Minister by affirmative votes from three-fourths of the active members present at a meeting of the congregation officially called for the purpose of voting to remove the Minister.

## **Section 12: Dissolution Clause**

Any action to dissolve the Church must be approved by a two-thirds vote of active members present at a special meeting called by the Policy Board as specified in Section 10. Upon such vote, all property, real or personal, of the Church, after paying all just claims upon it, shall be conveyed to and vested in the Unitarian Universalist Association except as otherwise required by law.

**Section 13: Amendments**

- A. **Procedures for Amending.** These Bylaws may be altered or amended by a two-thirds vote of the active members present at the Annual Meeting or any other legal meeting of the Congregation, provided that said alteration or amendment shall have been proposed in writing with copies posted on the Church bulletin board and by other appropriate means at least thirty days prior to such meeting.
  
- B. **Adoption and Effective Dates.** These Bylaws as adopted on February 13, 2005, and amended on May 1, 2005, shall be effective on June 1, 2005, and thereafter until amended as prescribed in this section.