

# First Unitarian Universalist Church

## Bylaws

Revised September 16, 2016



### ARTICLE 1: THE BOARD OF TRUSTEES

#### A. Election and Dismissal of Officers

At their first meeting following the General Meeting, the Board shall elect from its members a President and one Vice-President. Their terms of office shall be one year. Any of these officers, if eligible, may be re-elected for a second term in the same office, but no trustee may serve in these two offices for a combined term of more than three consecutive years.

An officer of the Board may be removed from office by a two-thirds (2/3) majority of the total voting membership of the Board, after ten days notice to the Board members, at a regular Board meeting or a meeting called for this purpose.

#### B. President

The President shall preside at all meetings of the Church Membership and of the Board of Trustees and shall perform other duties as prescribed by the Board.

#### C. Vice-President

The Vice-President shall perform the duties of the President in the absence of the President and perform other duties as prescribed by the Board.

#### D. Executive Committee

The President, Vice-President, and Senior Minister shall constitute the Executive Committee of the Board. It shall be the responsibility of the Executive Committee to see that the policies and decisions of the Board are executed. The Committee shall have limited decision-making authority at the discretion of the Board.

#### E. Clerk

The Clerk shall keep a record of all meetings of the Membership, keep minutes and attendance records of all meetings of the Board, keep custody of copies of all papers and documents pertaining to the Clerk position, and perform other duties as prescribed by the Board. All records of the Clerk remain the property of the Church.

#### F. Treasurer

The Treasurer shall (1) maintain the General Fund, Reserve Fund, and special funds designated by the Board, (2) keep account of all receipts and expenditures, (3) pay such obligations as are approved by the Board, and (4) render a financial statement of the Church at the General Meeting, at each regular Board meeting and at other times as prescribed by the Board.

The Treasurer and others having signature authority over Church funds shall be bonded. The books shall be audited each year by an individual or group approved by the Board.

#### G. Other Non-Voting Members

The Board shall have the discretion to designate additional non-voting positions on the Board of Trustees, and appoint qualified members to fill the positions.

#### H. Term of Office

The term of office for members of the Board of Trustees begins upon election and continues until their successor is elected. The First Church Constitution outlines that each Board Member is elected to a three year term unless there are special circumstances.

#### I. Campus Representation

Beginning with the slate of board candidates that will be presented to the congregation in May 2013, the Nominating Committee will insure there is at least one member from the Northwest Community UU Church (Copperfield) and one from Thoreau UU Congregation (Thoreau/Stafford) serving as Board Trustees. This shall occur without increasing the total size of the board.

#### J. Governance Model

The Board will use a variation of Policy Governance as the model by which it operates.

### **ARTICLE 2: COMMITTEES AND TASK FORCES**

#### A. Board Review of Committee and Task Force Structure

The Board shall review the existing committee and task force structure of the Church each year, organize new ones, dissolve existing ones as it deems necessary and appoint or confirm the election of chairpersons of all groups (except the Nominating Committee). Each committee or task force shall have certain responsibilities defined by the Board.

#### B. Nominating Committee

The Nominating Committee will ensure that there is at least one member each from the Museum District campus, the Copperfield campus and the Thoreau UU Congregation (Thoreau/Stafford) serving on the Nominating Committee. The campus representative can be the member that is selected from the Board or the past president. The Nominating Committee may choose to add two additional members to the committee if needed. The Nominating Committee will have a maximum of seven members. Members will serve two-year staggered terms. The Nominating Committee may nominate some candidates for one year terms to bring the committee into appropriate staggered term compliance.

### **ARTICLE 3: AFFILIATIONS**

First Unitarian Universalist Church is a member congregation of the Unitarian Universalist Association (UUA) and the Southwest District of the UUA. The membership number reported to the UUA each year shall be the membership number reported and accepted at the January Board of Trustees' meeting. This is the number on which our annual assessment to the UUA and the Southwest District is based.

April 18, 2012: **ARTICLE 2 Section B. Endowment Committee** amended  
October 17, 2012: **ARTICLE 1, Section H. Term of Office** added  
October 17, 2012: **ARTICLE 1, Section I. Campus Representation** added  
November 21, 2012: **ARTICLE 2, Section C. Stewardship Committee** deleted  
December 19, 2012: **ARTICLE 1, Section J. Governance Model** added  
February 20, 2013: **ARTICLE 2, Section C. Nominating Committee** added  
April 20, 2013: **ARTICLE 2, Section B. Endowment Committee** amended  
April 20, 2013: **ARTICLE 2, Section C. Nominating Committee** amended  
April 15, 2015: **ARTICLE 2, Section C. Nominating Committee** amended  
September 16, 2015: **ARTICLE 2, Section B. Endowment Team** amended  
November 16, 2016 **ARTICLE 2, Section B. Endowment Team** removed