

Bylaws of the Universalist Unitarian Church of Joliet

As amended June 13, 2010

ARTICLE I NAME

The name of this Church shall be the Universalist Unitarian Church of Joliet, referenced herein as the Church. The Congregation of this Church shall include the voting members, the nonvoting members, attending children, past members, friends, and new attendees.

ARTICLE II AFFILIATION

This Church shall be a member of the Unitarian Universalist Association, the MidAmerica Region and the Chicago Area Unitarian Universalist Council.

ARTICLE III PURPOSE

The purpose of this Church is to foster liberal religious living through worship, study, service and fellowship.

ARTICLE IV MEMBERSHIP

Section 1

Any person who is in sympathy with the Covenant of this Congregation and the Principles and purposes of the Unitarian Universalist Association upon signing the membership roll, shall become a member of this Church and shall be received into fellowship formally by receiving the Right Hand of Fellowship in the name of the Congregation.

Section 2

The membership of this Church shall be known as voting and non-voting members: Voting members shall be those members of age sixteen (16) or older who, have made a financial contribution of record within the last year. A financial contribution shall be defined as cash, real property, or financial instruments. Those persons who are recognized by the Minister as being unable by circumstances to make a contribution of record will retain voting membership. Voting members shall have the right to vote on all matters and those of legal age shall be eligible to hold any elective or appointive office. Non-voting members will be those members under the age of sixteen (16) or not having made a financial contribution of record, within the past year. Non-voting members shall have the right of voice at any meeting but shall not have the right of vote or be eligible for any elective or appointive office.

Section 3

Any member may dissolve his/her membership within this Church by filing a written resignation with the Board Secretary.

Section 4

Voting members who have not made a financial contribution of record in the past year shall be transferred by the Board of Trustees to the non-voting membership roll at a review of the membership roll by the Board each September. They shall receive written notification to the members last known address. Non-voting members who have not

communicated with the Church for a period of two (2) years, after having been placed on that roll, will be dropped from the roll by the Board of Trustees. Reinstatement to voting membership is subject to Article IV, Section 2.

Section 5

Revocation or reinstatement of Church membership must allow for a hearing, if requested in writing, by the party whose membership is challenged or revoked. A three member panel shall decide the membership at issue. The panel shall have one member appointed by the Board from the Church membership, a second panel member shall be appointed from the Church membership by the person whose membership is being challenged. The third panel member shall be picked from the church membership by the first two panel members.

The procedures of the panel shall include (a) a written notification or review of specific charges (b) a hearing in which both sides of the issue shall be presented (c) the hearing will be open to other Church members unless the party whose membership is challenged requests a closed hearing and (d) the panel shall decide membership or reinstatement of membership based on the facts presented.

ARTICLE V - MEETING OF MEMBERS

Section 1

The annual meeting of the members of this Church shall be held in the month of June, the day and time of such meeting shall be determined by the Board of Trustees. The business shall include, but not be limited to, reports from all committees, adoption of an annual budget, and election of trustees. Two (2) people shall be appointed prior to the annual meeting to review the minutes of the annual meeting, recommend approval or correction of the minutes, and return the minutes to the Board Secretary within two (2) weeks after the annual meeting.

Section 2

Special meetings of the Church may be called at any time by order of the President. It is his/her duty to call a special meeting at the written request of fifteen (15) voting members. The object of such special meeting shall be specified in the call and no other business shall be transacted at that meeting. Notice of the special meeting will be given at least two (2) weeks in advance by announcement from the pulpit of the Church and by printed notice.

In the event of an immediate need as determined by the Board of Trustees, a meeting can be called by contact of all members.

Section 3

One third (1/3) of the voting members of this Church shall constitute a quorum for all Congregational meetings unless otherwise specified.

Section 4

If a quorum is not present at a meeting duly called, those members present and qualified to vote shall have the power then and there to call another meeting at least two (2) weeks

but not more than one (1) month afterwards. If such other meeting is called and properly publicized, then those members qualified to vote and present at such meeting shall constitute a quorum even though their number is fewer than one-third (1/3) of the voting membership and may transact the business for which the meeting was called.

Section 5

Except where otherwise specified a simple majority of members present will decide all matters requiring a vote. There shall be no proxy voting. Absentee ballots may be requested in advance of the vote and are to be returned to the church office by the time the meeting is called to order.

Section 6

Robert's Rules of Order (Revised) shall be the authority on all questions of order not provided by these Bylaws.

ARTICLE VI - BOARD OF TRUSTEES

Section 1

A Board of Trustees, consisting of seven (7) elected members, shall administer the affairs of this Congregation. The Minister shall be an ex-officio member of the Board. Additional ex-officio members may be designated by a majority vote of the Board. The ex-officio members shall participate in the deliberation of the Board of Trustees without voting.

Section 2

The Trustees shall be elected at the Annual Congregational Meeting to fill all vacancies on the Board caused by the resignation or expiration of the term of office of Board members. Trustees must be voting members of the Church as defined in Article IV, Section 2.

Section 3

The term of office of each elected Trustee shall be for a period of three (3) years to begin in June, following their election. A person who has served two (2) consecutive terms as Trustee shall not be eligible for re-election until the expiration of one (1) year.

Section 4

The Leadership Development Committee shall make nominations to fill vacancies on the Church Board of Trustees.

ARTICLE VII - BOARD OF TRUSTEES - OFFICERS

Section 1

The officers shall be President, Vice President, Board Secretary and Treasurer, to be elected by the members of the new Board at their first board meeting. The President, Vice President and Board Secretary must be elected by the Board from within its own members, while the Board treasurer may be elected by the Board from its own membership or from the body of the Church membership.

Section 2

The President shall be the administrative head of the Congregation. The President shall preside at all meetings of the Board of Trustees and of the Congregation.

Section 3

The Vice-President shall act in place of the President in his/her absence. In case the office of the President shall be vacated, the Vice President shall serve as President to complete the remainder of that one year term.

Section 4

The Board Secretary, or Board approved delegee(s) shall keep correct minutes of the meetings of the Board of Trustees and the Congregational meetings, as well as an accurate list of the voting and nonvoting members of the Church, and perform all the duties usually incidental to that office, including but not limited to ballots, correspondence, and filing of the minutes.

Section 5

The Treasurer or Church agent shall receive all money belonging to the Church and manage the financial affairs there-of under the direction of the Trustees. A detailed statement of the receipts and disbursements shall be given each meeting of the Board of Trustees as well as reported at the annual meeting of the Congregation. The Treasurer shall pay all bills authorized or approved by the Board of Trustees. The Treasurer shall keep a separate accounting of all endowment funds and the income thereof. The Treasurer shall be bonded by the Church in such amount as the Board of Trustees shall prescribe.

ARTICLE VIII - BOARD OF TRUSTEES - RESPONSIBILITIES

Section 1

The Board of Trustees shall have the power to fill all vacancies that may occur on the Board until the next annual election.

Section 2

The minister and/or the board are authorized by the membership to address firmly and promptly the source of any threat to a person's physical and/or emotional well-being or a person's freedom to safely express their beliefs or opinions.

Section 3

All elections shall be by ballot prepared by or under the direction of the Board Secretary. Of those nominated for the Board seats of the retiring Board members, the nominees receiving the highest vote shall be elected; and of those nominated for each unfilled vacant Board seat, the nominee receiving the highest vote shall be elected.

Section 4

The Board of Trustees shall hold regular monthly meetings for the transaction of any business that may come before it.

Section 5

Special meetings of the Board of Trustees may be called at any time by the President or in his/her absence by the Vice-President. A Special Board meeting will be called whenever requested by a majority of the Board. No business other than that designated in the notice shall be voted on at a Special Board meeting.

Section 6

Four (4) members of the Board, excluding ex-officio members, shall constitute a quorum for the transaction of business at all regular and special Board meetings.

Section 7

The Board of Trustees shall have the authority to hire and discharge all employees of the Church except the Minister and the Director of Religious Education.

Section 8

Any over-expenditure of the budget in excess of \$6,000 shall require the approval of the majority of the voting members present and voting at a duly called Congregational meeting of the Church. In the event of a compelling emergency, the unanimous vote of the Board of Trustees may serve as authorization to extend the budget to cover the cost of the emergency.

ARTICLE IX COMMITTEES

Section 1

The Standing Committees of the Church shall be Finance, Building & Grounds, Hospitality, Membership, Music & Worship, Religious Education and Leadership Development. Each Board member shall serve as a liaison to at least one committee as appointed by the President.

Section 2

Whenever possible, each Standing Committee shall consist of at least three (3) members. Committee members may be members or regular attendees of the Church.

Section 3

Each Standing Committee shall elect a chairperson subject to approval by the Board of Trustees.

Section 4

Each committee shall maintain proper records to perpetuate its activities, report as needed to the Board, and prepare a yearly report for the Annual Congregational Meeting.

Section 5

The President of the Board shall appoint a Leadership Development Committee. If possible, the past president of the Board shall serve as chair of the Leadership Development Committee. The duties of the Leadership Development Committee are:

- (a) To assist in leadership development within the Congregation for various roles in the church.
- (b) To nominate members to fill vacancies on the Board of Trustees.
- (c) To nominate members to fill vacancies on the Endowment Committee.
- (d) To nominate members as delegates to the Regional Assembly.
- (e) To nominate members as delegates to the UUA General Assembly.
- (f) To publish the slate of nominees for those offices at least fifteen (15) days prior to the annual meeting. Other nominations may be made from the floor at the annual meeting.

Section 5

The President may also appoint from time to time such special committees as are deemed necessary.

ARTICLE X MINISTER

Section 1

The Minister of the Church shall have charge of the spiritual life of the church including the ministries of worship, pastoral care and nurturance, counseling, teaching and such church administration as is customary within Unitarian Universalist congregations and shall use his/her time as s/he deems necessary for the best fulfillment of his/her ministry.

Section 2

The Minister shall have freedom of the pulpit.

Section 3

The employment of the Minister shall be for an indefinite period, except that such service may be terminated by the Minister or by a vote of the Church membership as outlined in Section 6.

Section 4

The terms of the Ministers employment and total compensation package shall be determined by the Board of Trustees after negotiation with the Minister. All terms of employment and compensation shall be subject to review and ratification by the majority of the voting members present and voting at a duly called Congregational meeting of the Church.

Section 5

The Board of Trustees and the Minister shall mutually select a committee of no fewer than three (3) members as a Committee on Ministry. The committee's purpose shall be to facilitate a mutual understanding of the Ministry.

Section 6

The Minister of the Church may be removed from office provided that the following criteria are met:

(1) A written petition calling for removal has been signed by at least twenty-five percent (25%) of the voting membership and has been submitted to the Board of Trustees.

(2) Written notice has been made to the Congregation at least thirty (30) days prior to the date of the meeting at which a vote will be taken.

(3) The quorum at the meeting shall be at least forty percent (40%) of the voting membership of the church.

(4) A nay vote to remove the Minister shall be a minimum of fifty-one percent (51%) of those present and voting and a minimum of thirty percent (30%) of the entire voting membership of the Church.

(5) Any vote on the retention of the Minister shall be by secret ballot, which clearly states the issue of retention and requires no more than a yea or nay vote.

Section 7

A committee of three (3) tellers, appointed by mutual agreement between the Board President and the Minister, shall count the ballots. The President shall announce the outcome of the voting. The numerical results shall be recorded and the ballots sealed and shall be subject to audit only if such is requested by the Minister or by at least twenty-five percent (25%) of the voting members of the Church. Such audit shall be conducted by the (1) Board President and (2) Board Secretary or a representative of the Unitarian Universalist Association or the Unitarian Universalist Ministers Association.

Section 8

In the event that the services of a Minister are to be terminated, either by vote of the members of this Church or by resignation of the Minister, one hundred twenty (120) days notice must be given by the one party to the other, unless both the membership, as represented by the Board of Trustees, and the Minister agree upon other terms.

In the event of the removal or resignation of the Minister, the Minister shall absent him/herself from the Board of Trustees' meetings, or from any other committee meetings, except to report on work in progress or by special invitation. The Minister shall refrain as much as possible, from any involvement in decision-making which shall affect programs or business beyond his/her term of service.

Section 9

In the event that there shall occur a vacancy in the Office of the Minister, the Board of Trustees of the Church shall recommend to a specially convened meeting of the Congregation a slate of five (5) candidates it recommends for service on a Ministerial Search Committee. Nominations may be taken from the floor.

The Ministerial Search Committee shall consist of the five (5) people who receive the highest number of votes. All members of the committee shall be voting members of the

Church and shall have been so for at least one year prior to their nomination. No members of the Board of Trustees may serve on the Ministerial Search Committee.

The minister shall be called, upon the recommendation of the Ministerial Search Committee to the congregation, followed by a four-fifths (4/5) majority vote by the voting members present at a duly called meeting; however, the quorum of such a meeting is to be constituted by 40% of the voting membership.

Section 10

The Board of Trustees shall have the prerogative to employ temporary Ministerial services in the event of a vacancy in the Church's ministry.

ARTICLE XI - CONGREGATIONAL RESPONSIBILITIES

Section 1

The voting members of this Church shall have the power to authorize the leasing of any real estate or portion thereof, owned by the Church for terms of years not in excess of five (5) by a simple majority vote and shall have the right to sell any real estate owned by the Church for investment purposes, except such properties used specifically for Church functions. To dispose of the excepted property, the Board must secure by mail a 2/3 (two thirds) majority approval of the voting membership.

Section 2

Any contracts, leases or conveyances shall be negotiated by the president or designated agent on behalf of the corporation and executed on approval by the board.

ARTICLE XII ENDOWMENT FUND PLAN OF OPERATION

Section 1. The Committee

The Committee shall consist of five members, all of whom shall be voting members of the Universalist Unitarian Church of Joliet. Except as herein limited, the term of each member shall be three (3) years. Upon adoption of this resolution by the congregation, it shall elect five (5) members of the COMMITTEE: two (2) for a term of three (3) Years; two (2) for a term of two (2) Years; and one (1) for a term of one (1) year. Thereafter, at each annual meeting, the congregation shall elect the necessary number for a term of three (3) years. No member shall serve more than two consecutive three (3) year terms. After a lapse one (1) year, former COMMITTEE members may be reelected. The minister and the president/vice president of the Church Board shall be advisory members of the COMMITTEE.

The Board of the congregation shall nominate for the COMMITTEE and report at the annual congregational meeting in the same manner as for the offices and committees. In the event of a vacancy on the COMMITTEE, the Board shall appoint a member to fill the vacancy until the next annual meeting of the congregation, at which time the congregation shall elect a member to fulfill the term of the vacancy.

The COMMITTEE shall meet at least quarterly, or more frequently as deemed by it in the best interest of the FUND. A quorum shall consist of three (3) members. A majority present and voting shall carry any motion or resolution.

The COMMITTEE shall elect from its membership a chairperson, financial secretary and recording secretary, The chairperson, or member designated the chairperson, shall preside at all committee meetings. The recording secretary shall maintain complete and accurate minutes of all meetings of the COMMITTEE and supply a copy thereof to each member of the committee. Each member shall keep a complete copy of minutes to be delivered to his or her successor. The secretary shall also supply a copy of the minutes to the Church Board.

The financial secretary shall assist the congregation's treasurer in maintaining complete and accurate books of accounts for the FUND and shall sign checks and all other necessary documents on behalf of the congregation in furtherance of the purposes of the FUND. The books shall be audited annually by a certified public accountant or other appropriate person who is not a member of the COMMITTEE.

The COMMITTEE shall report on a quarterly basis to the Board and at each annual or special meeting of the congregation, shall render a full and complete audited account of the administration of the FUND during the preceding year.

The COMMITTEE may request other members of the congregation to serve as advisory members and, at the expense of Endowment Fund income, may provide for such professional counseling on investments or legal matters as it deems to be in the best interest of the FUND.

Members of the COMMITTEE shall not be liable for any losses which may be incurred upon the investments of the assets of the FUND except to the extent such losses shall have been caused by bad faith or gross negligence. No member shall be personally liable as long as he/she acts in good faith and with ordinary prudence. Each member shall be liable only for his/her own willful misconduct or omissions, and shall not be liable for the acts or omissions of any other member. No member shall engage in any self dealing or transactions with the fund in which the member has direct or indirect financial interest and shall at all times refrain from any conduct in which his/her personal interests would conflict with the interest of the FUND.

All assets are to be held in the name of the Universalist Unitarian Church of Joliet Endowment Fund.

Decisions to hold, sell, exchange, rent, lease, transfer, convert, invest, reinvest and in all other respects to manage and control the assets of the FUND, including stocks, bond debentures, montages, notes, or other securities, as in their judgment and discretion they deem wise and prudent are to be made by the COMMITTEE, with subsequent execution by the delegated member of the COMMITTEE.

Section 2. DISTRIBUTION OF INCOME

The COMMITTEE shall determine what is principal and income according to accepted accounting procedures. Gift and bequests to the FUND shall accumulate for one (1) year, after which the income generated from the investment of the principal may be expended. Income from the FUND shall be distributed annually and such other times as-deemed necessary and/or feasible to accomplish the following purposes:

One-Fifth (1/5) for the physical plant of The Universalist Unitarian Church of Joliet, such as but not limited to maintenance of buildings, capital improvements or renovations, or debt reduction.

One-Fifth (1/5) for scholarships or grants to members of the Universalist Unitarian Church of Joliet for the purpose of attending college, theological, nursing or medical school; for UU-related camping or leadership conferences; or such other training which enables members of this congregation to grow in faith and service to Unitarian, Universalism.

One-Fifth (1/5) for outreach into the community including, but not limited to, grants to UU camps and conference centers, theological schools, social service agencies or institutions to which this congregation relates, and special programs designed for those persons in our community who are in spiritual and/or economic need.

One-Fifth (1/5) for the wider mission of the UUA at home and overseas, which may include, but not be limited to, grants to the UUA for new Church development, professional leadership, educational ministries, world mission, and capital financing.

One-Fifth (1/5) for re-investment to accelerate the growth of the principal in the FUND.

In the event that the needs of our church should vary considerably from the above fractions, an infrequent deviation from the above distribution, not to exceed one withdrawal in a year, will require a resolution from the endowment committee and approval by the UUCJ Board of Trustees.

Programs for support shall be recommended by the COMMITTEE and approved by the Board for funding.

Application Grants for "Community" and "World" may be submitted twice yearly, once by March 1st and once by October 1st of each year. Application Grants for "Local" may be submitted as needed.

Section 3 AMENDING THE RESOLUTION

BE IT FURTHER RESOLVED, that any amendment to this resolution, which will change, alter or amend the purpose for which the FUND is established shall be adopted by a two-thirds (2/3) vote of the members present at a meeting called specifically for the purpose of amending this resolution.

Section 4 DISPOSITION OR TRANSFER OF FUNDS

BE IT FURTHER RESOLVED, that in the event the "Universalist Unitarian Church of Joliet ceases to exist either through merger or dissolution, disposition or transfer of the FUND shall be at the discretion of the Church Board in conformity with the approved congregational constitution and in consultation with the Unitarian Universalist Association. Consultation with the UUA may also be desirable for continuation of Endowment Fund obligation to grantors of gifts.

ARTICLE XIII FISCAL YEAR

The fiscal year of this Church shall be July 1 to June 30.

ARTICLE XIV SEAL

The following is hereby adopted as the seal of the Universalist Unitarian Church of Joliet, Illinois.

ARTICLE XV DISSOLUTION

In the case of the dissolution of this Church, all its property, real and personal, shall vest in the Midwest Unitarian Universalist Foundation, an Illinois not for profit corporation, or its corporate successors.

ARTICLE XVI AMENDMENT

The bylaws of this Corporation may be amended by a two-thirds (2/3) vote of those present and voting at a special or annual meeting of the Congregation, provided the proposed amendment(s) has been specified in the notice calling the meeting.