

**UNITARIAN UNIVERSALISTS OF
TRANSYLVANIA COUNTY**

BYLAWS

Amended May 26, 2002

I NAME and AFFILIATION

- A** The name of this religious society is Unitarian Universalists of Transylvania County, located in Transylvania County, North Carolina, and referred to in this document as UUTC.
- B** UUTC was founded by ratification of a Charter on June 6, 1999.
- C** UUTC is affiliated with the Unitarian Universalist Association (UUA), headquartered in Boston, MA, and with UUA's Thomas Jefferson District, headquartered in Charlotte, NC.

II PURPOSES

- A** The purpose of UUTC is to create within Transylvania County, North Carolina, a permanent religious society, affiliated with UUA, to serve and minister to all who share a commitment to these principles:
 - 1** The inherent worth and dignity of every person
 - 2** Justice, equality, and compassion in human relations
 - 3** Acceptance of one another and encouragement of spiritual growth in this congregation
 - 4** A free and responsible search for truth and meaning
 - 5** The right of conscience and the use of the democratic process within our congregation and in society at large
 - 6** The goal of world community with peace, liberty, and justice for all
 - 7** Respect for the interdependent web of existence of which all people are a part.
- B** UUTC will provide religious services for its membership and visitors, religious education, social activities, and opportunities for community service and social action, all as appropriate to the principles of UUTC.

III MEMBERSHIP

- A** Membership in UUTC is open to any person over 16 years of age:
- 1** Who is in sympathy with principles and purposes of UUTC
 - 2** Who signs the membership roll in the presence of an officer of UUTC
 - 3** Who commits to support UUTC financially or otherwise as personal circumstances permit.
- B** Membership is open to all qualified persons regardless of race, ethnicity, color, sex, affectional or sexual orientation, or national origin.
- C** Members of UUTC include all persons who signed the original UUTC Charter on June 6, 1999.
- D** All members of UUTC are entitled to participate in all UUTC activities, to vote in all UUTC elections, and to address and vote upon all issues before UUTC congregational meetings.
- E** UUTC will support a category of affiliation called Associate for persons who do not choose full membership and who request such affiliation.
- 1** An Associate of UUTC will receive the UUTC Newsletter, notification of all UUTC congregational meetings and other activities, and other materials commonly distributed to the Congregation.
 - 2** An Associate may serve on any committee, but not in UUTC elected positions. An Associate may attend and address congregational meetings, but may not vote in Congregational meetings.
- F** Change in Membership Status
- 1** Any member of UUTC may discontinue membership by a dated correspondence with any member of the Board stating his or her intention.

- 2** The Board may at its discretion discontinue the membership of any person if any of the following is true:
- a. That person has ceased to contribute identifiable support to UUTC and to participate in its functions for one year without explanation
 - b. That person has moved permanently from the area
 - c. That person has not responded to friendly inquiries about his or her membership intentions
 - d. That person has behaved in a manner that is consistently disruptive or destructive to the peace, harmony, and reasonable conduct of UUTC, or has intentionally and maliciously damaged or destroyed valuable possessions or property of UUTC
 - e. If a member's status is discontinued by the Board for any reason, the Secretary of the Board must notify the person within one week of the action taken. If the member requests a review of this action within 45 days of the date the notice was mailed, the Board must grant the review.

IV ADMINISTRATION, GOVERNANCE, and OFFICERS

- A** The full membership of UUTC (the Congregation) will have ultimate authority to ratify changes in the Bylaws, to approve ministerial appointments, to enter into long-term financial obligations, to approve expenditures from the Capital Fund, and to determine the final disposition of non-financial gifts.
- B** A plenary meeting of the Congregation will be held once each year in May for the purpose of reviewing the activities and events of the previous year, transacting regular business, electing officers, and approving plans for the coming year. Additional Congregational meetings will be convened as required. Members will be notified of any Congregational meeting and its agenda two weeks in advance.
- C** *Quorum*
- 1** A quorum of no less than 30% of the members of UUTC must be present at a Congregational meeting for any vote to be taken. Proxy votes may not be counted in the determination whether a quorum is present.
- 2** At the beginning of any congregational meeting, the Secretary of the Board shall determine whether a quorum is present, and shall notify the President whether a quorum is present.

- 3** Before any vote, any member may require the President to determine whether a quorum is present. If a quorum is not present, or is no longer present, no vote may be taken.

D *Proxy Voting*

- 1** Notification of any Congregational Meeting must be accompanied by a proxy voting form that allows a Member to assign his or her vote to another member who will attend the meeting.
- 2** Completed proxy voting forms must be in the possession of the Secretary when a meeting is called to order.
- 3** Proxy votes may not be counted in determining whether a quorum is present.
- 4** On a voice vote, a Member casting a proxy vote will announce the proxy vote; on a vote by ballot, the Member must request and cast a ballot for the proxy.
- 5** A proxy vote may be cast only by the member to whom it was originally assigned.

E Officers of UUTC will comprise a Board of Directors (the Board), which will act for the Congregation as follows:

- 1** Arranging religious services and other activities as described in II, B
- 2** Managing assets
- 3** Disbursing funds
- 4** Creating standing and ad hoc committees as necessary to achieve the purposes of UUTC
- 5** Interpreting these Bylaws as necessary
- 6** Discharging standard administrative duties for UUTC.

F The Nominations Committee is comprised of three members elected at the annual plenary meeting. The committee is charged with nominating a candidate for each elected position for the succeeding year. Candidates must be members of UUTC and have accepted the nomination.

- 1** Nominations Committee members serve a term of one fiscal year, and a maximum of two successive terms. Nomination Committee vacancies shall be filled by the President, with Board concurrence, and be valid until completion of the term. Persons serving partial terms by such appointment will be considered to have served one complete term. Voting board members are not eligible to serve on the Nominations Committee.

- 2** The committee will select its chairperson. A quorum is all three members. Each nomination must have two votes. Nominations Committee members may be nominated for other UUTC elective positions, but cannot vote for their own nomination. The same person cannot be nominated for more than one elective position. Nominations will be presented by the committee to the Board no later than its regular April meeting and be published in the May Newsletter.

- 3** At the annual plenary meeting the chair will request floor nominations for all elective positions. A floor nomination will be accepted if it is supported by one additional member and is agreed to by the nominee. All qualifications and restrictions for other nominees apply. After ballots are distributed, voted and returned the Secretary will declare elected candidates receiving a majority of votes cast. They will serve for one term as defined in IV, H below.

- G** The Board will meet and conduct its business regularly in a place known to the Congregation and reasonably accessible. A quorum will consist of the President or Vice President and any three other officers.

- H** The Board is composed of six officers. The Minister shall be a non-voting ex-officio member, except in personnel matters. The immediate Past President shall be invited to serve for one year as a non-voting ex-officio member. Officers shall serve no more than seven consecutive years. Terms of office are as follows
 - 1** President: One year term and may serve two successive terms
 - 2** Vice President: One year term and may serve two successive terms
 - 3** Secretary: One year term and may serve two successive terms
 - 4** Treasurer: One year term and may serve four successive terms
 - 5** At-Large Member: Two year term with no succession
 - 6** At-Large Member: Two year term with no succession.

I Duties of the UUTC President are:

- 1** To preside over meetings of the Board and of the Congregation
- 2** To inform the Congregation of activities and decisions of the Board
- 3** To bring before the Board administrative issues for its resolution
- 4** To represent UUTC to the public
- 5** To see that administration of UUTC affairs conforms to the provisions of these Bylaws
- 6** With the other officers, to prepare an agenda for any plenary Congregational meeting to be distributed to the Congregation by the Secretary
- 7** To discharge other duties as may reasonably appertain to this office.

J Duties of the UUTC Vice President are:

- 1** To assure that timely and appropriate arrangements have been made for religious services, religious education, and social events
- 2** To function in the place of the President, if necessary
- 3** To undertake other responsibilities as assigned by the Board.

K Duties of the UUTC Secretary are:

- 1** To maintain an accurate record of all activities of the Board and of any Congregational meeting
- 2** To arrange for publication of information about activities of the Board and the Congregation within UUTC
- 3** To notify the Congregation at least two weeks in advance of any plenary Congregational meeting, and distribute an agenda of the meeting
- 4** To assure safe storage of all records of UUTC Board and Congregational activities.

L Duties of the UUTC Treasurer are:

- 1** To maintain all UUTC monies in a safe and reasonably accessible location

- 2** To disburse funds for the Board for approved expenses
- 3** To provide timely and intelligible accounting records of all financial activities (receipts, disbursements, earnings, losses, obligations, and balances) to the Board and to the Congregation.

M Duties of the At-large Board Members are:

- 1** To attend meetings of the Board and participate in its activities
- 2** To discharge other duties as may be assigned by the Board or that may reasonably be assumed by members of the Board.

N *Enabling Resolutions*

- 1** To enable the Board to take essential action when extraordinary circumstances require such action or make it desirable, the Congregation may authorize the Board to exercise special powers with an Enabling Resolution (ER).
- 2** An ER may be enacted at the regular Annual Congregational Meeting, or any special Congregational meeting convened for the purpose of considering an ER. Notice of any meeting in which an ER is to be considered must describe the ER.
- 3** Such resolutions must specify:
 - a. A limit on any financial commitment to be authorized
 - b. A description of actions to be authorized
 - c. A date beyond which the ER is no longer in force.
- 4** Adoption of an ER requires an affirmative vote of no less than 2/3 of the votes cast at a Congregational meeting.
- 5** Following its action, the Board must notify the Congregation of the action it has taken.

- O** The Board shall establish a Capital Fund for financial gifts. The fund shall be used only for significant non-operating budget projects recommended by the Board and approved by no less than 2/3 of the votes cast at a duly constituted Congregational Meeting. Gifts to the fund shall be verified by the Board as Capital fund donations and the Board shall decide whether to accept or decline them. The Treasurer shall maintain all Capital Fund financial assets in a separate account or accounts. Such funds shall be invested in savings accounts, money market accounts or bank certificates of deposit at the discretion of the Treasurer. The Treasurer shall report to the Board, at least quarterly, the status of the Capital Fund.
- P** The Board has the right to accept and manage, or decline, non-financial gifts. The final disposition of accepted gifts shall be by Board recommendation with approval by the Congregation at a duly constituted Congregational Meeting.
- Q** Board vacancies shall be filled by the President, with Board concurrence, and shall be valid until completion of the term. For purposes of determining eligibility for election to office, persons serving unexpired terms by such appointment will not be considered to have served a term in office.
- R** The fiscal and administrative year of UUTC will extend from July 1 through June 30. Officers will assume their duties on July 1, and unless specifically provided, contractual terms will conform to the administrative year.

V RATIFICATION and AMENDMENTS

- A** These amended Bylaws become effective immediately upon approval by no less than 2/3 of the votes cast at a Congregational meeting, and supersede all other Charter or Bylaws of UUTC.
- B** Subsequent amendments to these Bylaws must be approved by no less than 2/3 of the votes cast at a Congregational meeting. Consideration of the proposed amendment or amendments, with the text of the proposed amendment or amendments, must be included on a meeting agenda distributed to the Members before the meeting.

VI DISSOLUTION

- A** Should UUTC cease to exist without creation of a successor organization, its assets will be transferred to the UUA.