

**BY-LAWS OF
THE UNITARIAN FELLOWSHIP OF LAWRENCE**

Adopted: November 9, 2008
(amended March 25, 2012)
(amended May 19, 2013)

Article I. NAME

The name of this religious society shall be "The Unitarian Fellowship of Lawrence".

Article II. DENOMINATIONAL AFFILIATION

This Fellowship shall be a member of the Unitarian Universalist Association (UUA) and of the MidAmerica Region of the Unitarian Universalist Association.

Article III. PURPOSE

The purpose of this Fellowship is to foster liberal religious attitudes and living through group celebration, discussion, social concerns, work, and recreation.

Article IV. MEMBERSHIP

- A. This Fellowship shall be known as an open and welcoming Fellowship.
- B. Any person may join this Fellowship who is in sympathy with its purposes and programs, who meets the threshold for active membership, and who has so indicated by signing its membership list.
- C. Active members are those who in the past or present fiscal year have supported Fellowship activities through:
 - 1. financial participation by pledge payment or contribution of record; or
 - 2. active personal participation beyond Sunday attendance, as specified in the Board-approved Policies and Procedures Manual (PPM).
- D. Emeritus members are longtime members who have accepted Executive Board invitation to that status based on Board-approved criteria specified in the PPM.

- E. Active and emeritus members are reported in all official membership counts. The membership list shall be reviewed at least annually to clarify the current status of Fellowship members, and the annual UUA official membership list shall be submitted to the Board for ratification at a Board meeting prior to the annual deadline for submission to the UUA.
- F. Termination of membership:
1. Any member may withdraw from the Fellowship by notifying the Fellowship Chair of his or her decision to withdraw.
 2. Termination of membership of a member for disruptive or abusive behavior shall be determined by the Executive Board. The Executive Board shall adopt procedures, published in the PPM, for handling this responsibility after consulting the UUA safe congregation guidelines.

Article V. BUSINESS MEETINGS

- A. The Annual Business Meeting of the Fellowship shall be held within sixty-five (65) days prior to the end of the fiscal year, at a time and place determined by the Executive Board. The agenda for the Annual Business Meeting shall include the election of officers, Board members, and a nominating committee, adoption of a budget for the next fiscal year, and other matters as determined by the Executive Board.
- B. Special business meetings may be called by the Executive Board. The business to be transacted shall be stated in the call for the meeting. A special business meeting shall be called by the Executive Board upon a written request, stating the subject to be considered, by ten (10) percent of the voting membership.
- C. Only active and emeritus members have voting privileges at business meetings. Thirty (30) percent of the voting membership, including proxies, shall constitute a quorum for any business meeting, except as otherwise specified in these By-Laws.
- D. Written notice stating the place, time, subject matter, and number of active members constituting a quorum for that business meeting shall be distributed to the entire membership not less than ten (10) days or more than thirty (30) days prior to the meeting.
- E. Any voting member who does not expect to be present at a business meeting may designate in writing another voting member who does expect to be at the meeting as his or her proxy. No attending member shall hold the proxy for more than one absent member. Attending members shall specify proxies that they hold at the beginning of the meeting.

- F. Balloting at all business meetings shall be by voice vote unless a written ballot is requested by ten (10) percent of the members present holding voting privileges.
- G. Proceedings at all business meetings shall be conducted in accordance with the most recent edition of Roberts Rules of Order.

Article VI. GOVERNANCE

The Fellowship accomplishes its purposes within a framework of these By-Laws and general policies and procedures adopted by the Executive Board and outlined in a Policies and Procedures Manual (PPM) which is maintained by the Secretary and administrative staff. These By-Laws and the Articles of Incorporation take precedence over the PPM.

A. Elected Officers

The officers of the Fellowship shall be the Chair, Chair-elect, Secretary, and Treasurer. All candidates for elective offices must be active members of the Fellowship. These officers shall be elected at the Annual Business Meeting and shall hold office, beginning July 1, for one (1) year or until successors have been elected and qualified. Only the Secretary and Treasurer may serve successive terms. A vacancy in any office shall be filled for the remainder of a term by appointment by the Executive Board.

1. Duties of the Chair:

The Chair shall serve as Chair of the Executive Board, shall act as spokesperson for the Fellowship and the Executive Board, shall be an *ex officio* member of all administrative units, shall preside at all Fellowship business meetings (or appoint a presiding officer), shall see that all administrative units are organized for business. Other duties may be assumed with the Board's approval.

2. Duties of the Chair-elect:

The Chair-elect shall assist the Chair when requested and shall perform such tasks as are assigned by the Executive Board.

3. Duties of the Secretary:

The Secretary shall prepare minutes of the Executive Board meetings, the Fellowship Annual Business Meeting, and special business meetings. The Secretary shall provide for appropriate distribution of these minutes, including posting copies where they will be available to all members. At the end of the fiscal year, the Secretary shall file all official minutes, along with any appended documents, in the UFL office files. The Secretary is responsible for the maintenance of the PPM.

4. Duties of the Treasurer:

The Treasurer is responsible for the handling of all monies of the Fellowship. The Treasurer shall provide monthly reports on all financial accounts to the Executive Board, keep records of Fellowship property and assets, and provide an

annual financial report at the Annual Business Meeting. An Assistant Treasurer may be appointed by the Executive Board to assist the Treasurer in such manner as designated by the Board.

B. Executive Board

There shall be an Executive Board consisting of the elected Fellowship Officers, the immediate past chair, and two (2) additional Fellowship members elected at the Annual Business Meeting for terms of three (3) years. The two at-large members shall be elected in staggered fashion to hold office beginning July 1. An at-large member who is elected to and serves a three-year term on the Board shall not serve a second consecutive term as an at-large member. Any vacancy among the at-large members of the Executive Board shall be filled for the remainder of a term by appointment by the Executive Board.

1. Responsibilities of the Executive Board

The Executive Board shall have general charge of the property of the Fellowship, conduct all its business affairs, control its administration through adoption of administrative policies and procedures, provide for the preparation and presentation of an annual fiscal year budget at the Annual Business Meeting, provide for the development of long-range plans for the Fellowship. The Board may terminate the services of any appointed or elected individual for cause. (See Article VIII for the Board's role in terminating the services of a minister.)

2. All candidates for the Executive Board must be active members of the Fellowship.

3. Normally, the Executive Board shall meet at least once a month, at a time and place set by the Fellowship Chair.

4. Sixty (60) percent of the Executive Board shall constitute a quorum at Board meetings.

5. Normally, for each meeting of the Executive Board, an agenda shall be distributed to each Board member at least one week in advance of the meeting.

6. Meetings of the Executive Board are open to voting members and staff of the Fellowship, and others with concurrence of the Board Chair, except that sessions may be closed for discussion of personnel matters, litigation, and property purchase.

Article VII. ADMINISTRATION

There shall be an elected Nominating Committee and, when necessary, a Ministerial Search Committee.

The Executive Board, as it deems necessary, may create other administrative units to conduct the ongoing activities of the Fellowship and shall oversee the functions of those units.

Provision shall be made to cover activities related to religious education for children and adults, attention to membership growth and to individual needs of members, oversight of the physical aspects of the buildings and grounds, planning program and spiritual activities of the Fellowship,

advice on investment and financial issues, scope and responsibilities of a ministry in the Fellowship, employment of administrative/professional staff, and active participation in the larger community.

The Executive Board shall, in the PPM, stipulate the duties and responsibilities for all administrative units.

The Executive Board may request reports and conduct reviews of any administrative unit.

Administrative units may recommend to the Executive Board changes in the PPM and in these By-Laws.

Annual summary reports shall be submitted by all administrative units to the Executive Board.

A. There shall be a Nominating Committee consisting of five (5) active Fellowship members elected at the Annual Business Meeting for terms of one (1) year, beginning July 1. No Nominating Committee member shall serve more than two consecutive terms.

1. Duties of the Nominating Committee

a. The Nominating Committee shall select nominees for Fellowship officers and the at-large members of the Executive Board.

b. The Nominating Committee shall select nominees for the following year's Nominating Committee.

c. For two (2) consecutive weeks prior to the Annual Business Meeting, a complete listing of all nominees shall be made available to all Fellowship members.

Nominations for Fellowship officers, Executive Board members, and the next Nominating Committee may also be made from the floor at the Annual Business Meeting.

Article VIII. MINISTER

A. When the Fellowship has voted to select a minister, the Executive Board shall call a special business meeting to elect a Ministerial Search Committee.

1. The committee shall consist of five (5) members. Three (3) members shall be elected from candidates nominated by the Nominating Committee. Two (2) members shall be selected by the Executive Board to assure diversity of membership on the committee.

2. The committee's responsibility shall be to search for and recommend a minister to the Executive Board.

B. When the Ministerial Search Committee recommends a minister, and the Executive Board approves the choice, the Executive Board shall call a special business meeting to consider the recommendation. A quorum of fifty-one (51) percent of voting members shall be required for this meeting, and approval must be given by eighty (80) percent of the voting members present.

C. The minister shall provide overall spiritual leadership for the Fellowship in accordance with the established purposes of the Fellowship. The minister shall have freedom of expression, as an individual, both in the pulpit and outside the pulpit.

D. The duties and responsibilities of the minister shall be as prescribed by the Executive Board and accepted by the minister in a letter of agreement.

E. Termination provisions

1. When a minister chooses to resign, three (3) months written notice shall be given to the Executive Board. If both parties agree, the time of notice may be changed or waived.
2. Recommendation for dismissal of a minister by the Executive Board, or by a petition of twenty (20) percent of voting members, shall be considered at a special business meeting called for that purpose at least fifteen (15) days before the meeting.

Article IX. FISCAL YEAR

The fiscal year shall end June 30.

Article X. AMENDMENTS

These By-Laws, so far as allowed by civil law, may be amended or repealed at any business meeting of the Fellowship called for that purpose, by a two-thirds (2/3) vote of those voting members present, including proxies. A description of any proposed change shall be contained in the notice of the meeting.

Article XI. DISSOLUTION

The Fellowship may be dissolved by a two-thirds (2/3) vote of the active members present and voting at a special meeting called for that purpose. A quorum for this meeting shall be fifty-one (51) percent of the voting membership, including proxies. The Executive Board shall be responsible for the disposing of any and all property held by the Fellowship, and for terminating its affairs in accordance with plans approved by a two-thirds (2/3) vote of the voting membership present, including proxies.