

**BY-LAWS  
UNITARIAN UNIVERSALIST COMMUNITY CHURCH  
OF HENDRICKS COUNTY, INC.**

**ARTICLE I**

Name

The name of this congregation shall be Unitarian Universalist Community Church of Hendricks County, Inc. (hereinafter referred to as UUCB).

**ARTICLE II**

Purpose

The purpose of UUCB shall be to maintain regular religious services and to advance the ideas of a rational, progressive religion according to the covenant of this congregation which shall be: *"We proudly carry the flame of religious freedom. We respect the interdependent web of all existence of which we are a part. We encourage each other to spiritual growth that makes for peace, ethical living and community service. This is our covenant."*

**ARTICLE III**

Affiliation

UUCB shall be a member of the Unitarian Universalist Association (UUA) and of the Ohio Valley District of UUA (OVUUD). (Heartland District as of May, 2000)

**ARTICLE IV**

Membership

Section 1. General Requirements

Any person attaining fourteen (14) years who feels in sympathy with the purpose and covenant of UUCB and who signs the membership book shall be a member.

Section 2. Voting Members

Members entitled to vote must have signed the membership book forty five (45) days prior to the date of the notice of any meeting where a vote is requested.

Section 3 Termination of Membership

a. Any member may resign by written notice to the Board of Directors.

b. The Board of Directors may terminate membership when a member has:

- (i) died, cannot be located; or
- (ii) been physically absent from the church or a church related function for a period of one (1) year, health reasons excepted, AND has elected not to donate time, money or goods to the church for a period of one (1) year; or
- (iii) displayed conduct contrary to the purpose and covenant of UUCB (two-thirds (2/3) Board vote required).

Section 4 Affiliate Membership

Any person who wishes to be affiliated with the Church, but not be a registered Member, may upon

request to the Board of Directors be listed in the Church Directory. Such persons will not be listed on the Unitarian Universalist membership docket and will not be a voting Member.

## **ARTICLE V**

### Board of Directors

#### Section 1      Number of Directors

There shall be nine (9) directors, four (4) of whom shall be officers as enumerated in Article VI. Each director shall serve a term of three (3) years.

#### Section 2.      Term of Office

a. The directors elected at the first annual meeting shall be so designated prior to the election that three (3) of the directors shall serve one (1) year; three (3) of the directors shall serve two (2) years, and three (3) of the directors shall serve three (3) years in order to establish a rotation of terms. Thereafter each director shall serve three (3) years.

b. Directors shall commence their elected terms of office on January 1 of the year following the annual meeting at which they were elected.

#### Section 3      Limitation of Terms

No elected director who has been elected to two (2) consecutive three (3) year terms (or six years maximum) shall be eligible for nomination until one (1) year has lapsed from his/her last term.

#### Section 4.      Qualifications

Directors shall be voting members of UUCC and shall have attained the age of eighteen (18) years by the time he/she assumes the director's position.

#### Section 5      Board Quorum

In order to act, the quorum for a Board Meeting is five (5) directors in attendance, one of whom must be an officer.

#### Section 6      Duties and Limitations of Power

a. Directors shall have the general supervision over the real and personal property of UUCC and shall have control of the administration. Directors shall hold an annual meeting of the membership and monthly board meetings, the date, time and place which shall be announced in the bulletin.

b. Directors shall prepare an annual budget for a vote at the annual membership meeting.

c. Directors shall not do any of the following without a vote of the membership at a meeting held in accordance with these By-Laws:

- i.      execute or authorize the execution of any deed, contract, or mortgage or any other instrument affecting title to the real property of UUCC without being first authorized to do so by a majority vote of the membership, a quorum being present.
- ii.     authorize the expenditure of money outside the approved budget in excess of five thousand dollars (\$5,000).

#### Section 7      Vacancies

- a. A director shall give written notice to the Secretary to resign from the Board.
- b. The Board shall appoint a director to fill any vacancies to serve until the next annual meeting at which time the members shall be entitled to vote on the replacement director to complete the term of the vacated seat.

**Section 8. Termination of Director's Term**

A director's term may be terminated by the Board of Directors for conduct contrary to the purpose and covenant of UCC, or for failure to attend at least seventy percent (70%) of all Board meetings held during any twelve (12) month period.

**ARTICLE VI**

**Officers**

**Section 1. Officers Defined**

There shall be four(4) officers: President, Vice-President, Secretary, and Treasurer.

**Section 2. Duties**

- a. The President shall preside at meetings of the Board of Directors, execute contracts and perform other duties as required by the Board.
- b. The Vice-President shall act in the absence or incapacity of the President and shall perform other duties as required by the Board.
- c. The Secretary shall maintain membership records, maintain the minutes of all meetings, authenticate corporate documents where necessary, oversee all publications and mailings, and shall perform other duties as required by the Board.
- d. The Treasurer shall maintain the financial books and records, shall serve as chair of the Finance Committee, and shall perform other duties as required by the Board.

**Section 3. Election**

At the first meeting of the initial Board of Directors following the annual meeting, the Board shall elect President, President-Elect, Secretary and Treasurer. Thereafter, the Board shall elect a President, Vice-President, Secretary and Treasurer annually at the first meeting of the newly elected Board members.

**Section 4. Term of Office**

Officers shall be elected to a one year term not to exceed three (3) consecutive terms.

**Section 5. Vacancies**

- a. An officer who resigns his/her office must notify the Secretary in writing 30 days before the date of resignation. A resigning officer may at his/her election remain as a director for the completion of his/her term.
- b. In the event of a vacancy of all offices except President, the Board shall elect another officer at the next monthly Board meeting. The Vice-President shall serve the remaining term of the office vacated by the President.

**Section 6. Termination.**

An Officer's term may be terminated by a two-thirds (2/3) vote of the Board of Directors for conduct contrary to the purpose and covenant of UCC.

**ARTICLE VII**  
Election of Directors

**Section 1. Directors shall be elected at the annual meeting.**

**Section 2. Nominations**

**a. By Nominating Committee**

Nominations shall be submitted as a slate from the Nominating Committee. The slate shall be published in the bulletin with the notice of the annual meeting.

**b. Additional Nominations**

Additional nominations may be made from the floor of the annual meeting with the permission of the nominee.

**Section 3. Voting**

Voting shall be by ballot and the nominees receiving the highest number of votes for each director's position shall be deemed elected.

**ARTICLE VIII**  
Meetings and Quorum

**Section 1. Quorum**

For any meeting requiring the vote of members, a quorum shall be thirty percent (30%) of the voting members.

**Section 2. Annual Meeting**

**a.** The annual meeting shall be held the second (2) Sunday in November at a place in Hendricks County designated by the Board.

**b.** Notice of the annual meeting shall be published in the bulletin which shall be mailed to every voting member of record. Notice shall be mailed thirty (30) days prior to the annual meeting and shall contain the agenda and a copy of the proposed budget.

**c.** The agenda for the annual meeting and the annual proposed budget shall be published with the notice.

**Section 3. Special meetings**

**a.** Special meetings may be called by the Board or by a single written request signed by ten (10) voting members or only the Minister. Such written request shall be delivered to the Secretary twenty (20) days in advance of the requested meeting. It must be dated and shall contain the subject of the special meeting.

**b.** Notice of special meetings shall be given to voting members in writing by regular mail fourteen (14) days prior to the special meeting.

**ARTICLE IX**

## Ministers

### Section 1. Selection and Dismissal

The Minister or Ministers shall be chosen or dismissed by the voting members at a special meeting called for the sole purpose of considering the selection or dismissal. Action shall be taken pursuant to a majority of the votes cast, providing there is a quorum.

### Section 2. Duties

- a. The Minister shall serve as ex-officio member of all committees.
- b. The Minister shall perform the duties as outlined by the Board of Directors.

### Section 3. Committee on Ministry

- a. The Ministerial Search Committee shall be the temporary Committee on Ministry until a new Committee is formed as specified in these bylaws.
- b. Within six months after a minister is employed by the congregation, a new Committee on Ministry shall be formed and succeed the Search Committee.
- c. The Committee shall consist of at least three members mutually agreed upon by the Board and the minister. The Committee shall elect its own chair.
- d. Each member shall serve a three-year term. Terms shall be staggered to best maintain continuity on the committee.
- e. The purpose of the Committee on Ministry shall be to promote effective ministry in the congregation and to assist the congregation in understanding and evaluating the nature and scope of the work of the minister.
- f. The Committee shall assist the Board and the minister as they develop a covenant setting forth specific goals and responsibilities of the Board, minister and congregation in fulfilling the stated mission and covenant and vision of the congregation.
- g. The Committee shall review the compensation of the minister prior to the preparation of the annual budget and make recommendations to the Board concerning all contracts and benefits for the minister.
- h. The Committee shall meet at least quarterly at regularly scheduled meetings, and shall act as liaison between the minister and the congregation, fostering direct and constructive communication among the minister, Board members and the congregation.
- i. The committee shall be available to the minister for job-related counsel and support and shall respect the need for confidentiality concerning such discussions as are held for these purposes.
- j. The Committee shall work with the minister regarding her or his professional development needs, communicate such needs to the Board and the congregation and shall assist the Board in identifying resources that could be used to meet such needs.

## **ARTICLE X** Committees

### Section 1.

The Board shall select the initial nominating committee ninety (90) days before the annual meeting. The nominating committee shall consist of three (3) voting members and the minister as ex-officio member. Subsequent nominating committees shall name their successors. Nominating committee members may not serve on the committee for two consecutive years.

### Section 2.

The Board may establish and dissolve committees to effectuate policies, procedures, and projects.

### Section 3.

The Executive Committee consists of the Officers. The Executive Committee shall be charged with establishing the agenda for the Board meetings and may meet as necessary to effectuate such charge.

## **ARTICLE XI**

### Fiscal Year

The fiscal year shall be the calendar year.

## **ARTICLE XII**

### Amendments

These By-Laws may be amended by a majority of those present at annual or special meetings. Notice of any proposed change shall be included in the notice of the annual meeting.

## **ARTICLE XIII**

### Dissolution

Should UUCB cease to function and membership vote to dissolve the organization, any of its assets shall be transferred to the Unitarian Universalist Association for its general purposes. This transfer to be made in full compliance with the laws of the State of Indiana.

## **ARTICLE XIV**

### Endowment Fund

#### Section 1. Establishment of Fund

An Endowment Fund shall be established and shall be, except as provided herein, subject to the control of the Endowment Fund Trustees, and all such funds shall be held in accounts separate from all other accounts of the church.

Special gifts for a dedicated purpose, such as monies for a scholarship fund, may coexist in the same brokerage and or bank account provided accounting procedures are in place to segregate the special purpose accounts from the general account

#### Section 2. Investment Discretion

Monies received for the Endowment Fund shall be invested at the discretion of the fund's trustees. Real or personal property shall be received into the fund upon approval of the trustees and may be converted into cash by the trustees.

#### Section 3. Treatment of Gifts

Unless otherwise specified by the donor(s), money and/or property donated to the fund shall become part of the general account of the fund. Gifts received by the fund for special purposes shall be held for the specified purpose(s).

#### Section 4. Use of Income General Operating Accounts

Income resulting from the general endowment account shall be released by the fund's trustees to the church's general operating account(s) at the request of the church's Board of Directors. However, the fund's trustees may retain a sufficient amount of such income to offset inflation.

Section 5. Use of Income Special Accounts

Income resulting from any special account(s) shall be released to the church's Board of Directors only to meet, in whole or in part, expenses related to the named special purpose(s) of each special account, provided a majority of each of the church Board of Directors and the trustees of the fund agree that the expenditure is related to the named purpose.

Section 6 Use of Principal

The principal of any endowment fund, except for any special purpose restricted funds, can be transferred to the general operating funds or other church account only with the prior approval of the Congregation.

Section 7. Trustees

There shall be three Endowment Fund Trustees appointed by the Board of Directors for terms of three years with staggered terms.

Section 8. Reporting

The trustees shall make a quarterly report and accounting of all funds under their control to the Board of Directors. The trustees shall make an annual report and accounting of all funds under their control to the Congregation at the Annual Meeting.

Date of Approval by Board - September 21, 1997

Signed. Nancy Marshall Secretary

Amended by Congregation - September 9, 2003

Signed. Judith A. Hansen Secretary Judith A. Hansen

Amended by Congregation - November 13, 2005

Signed. Mary Schnake Secretary Mary Schnake

Amended by Congregation - November 11, 2007

Signed. \_\_\_\_\_ Secretary Lynn Jettpace