

WEST SHORE UNITARIAN UNIVERSALIST CONGREGATION BYLAWS

**Ratified by the Congregation on September 18, 1994
Amended November 10, 1996; Amended October 05, 2003**

Article I. Name and Affiliation

The name of this religious society shall be the West Shore Unitarian Universalist Congregation. The Congregation is commonly referred to as People's Church. A "DBA" (Doing Business As) Certificate from the State of Michigan may be permitted. This congregation shall be a member in good standing of the Unitarian Universalist Association and the Heartland District or its successor.

It is the intention of this congregation to make an annual contribution equal to its full fair share as determined by the Unitarian Universalist Association and the Heartland District or its successor.

Article II. Statement of Purpose

In accord with the purposes and principles of the Unitarian Universalist Association, the members of this congregation covenant to affirm and promote:

- the inherent worth and dignity of every person;
- justice, equity, and compassion in human relations;
- acceptance of one another and encouragement of spiritual growth;
- a free and responsible search for truth and meaning;
- the right of conscience and the use of the democratic process within our congregation and in society at large;
- the goal of world community with peace, liberty, and justice for all;
- respect for the interdependent web of all existence of which we are a part.

The members of the West Shore Unitarian Universalist Congregation, further covenant and state our intent to abide by our Mission Statement, changes to which shall be allowed by a majority vote of the congregation at a meeting called specifically for that purpose or as a part of the agenda at the Annual Business Meeting. A quorum of twenty (20) percent of the eligible (as determined in Article IV of these Bylaws) voting members of the Congregation shall be present.

Article III. Term

The term for which this congregation has been incorporated shall be in perpetuity. In the event of the dissolution of the congregation, the disposition of all assets and any interest derived from said assets shall be determined by a three quarters (3/4) majority vote of the qualified voting members of the congregation present at a Special Business Meeting called specifically for that purpose. A quorum of forty (40) percent of the eligible (as determined in Article IV of these Bylaws) voting members of the

Congregation shall be present.

Article IV. Membership

Any person who is at least sixteen (16) years of age, is in sympathy with Article II of these Bylaws, has signed the Membership Book, and makes an annual financial contribution of record may become a voting member of this religious society. All who sign the Membership Book shall become eligible to vote thirty (30) days after they sign. It is specifically understood that membership is open to all persons regardless of race, color, gender, sexual orientation, national origin, or disabling condition.

A person shall be removed from membership through that person's written request to the Board of Trustees. It shall be the responsibility of the Membership Committee, or any other Committee or group of no less than three (3) voting Members of the Congregation so designated by the Board of Trustees, to review the membership rolls and to recommend any changes thereto to the Board of Trustees. This review must be completed annually. The Board itself may also recommend that a person be dropped from the Membership Rolls. One criterion for removal from the Membership Rolls will be a one-year period of inactivity, with inactivity being defined as the absence of any annual financial contribution of record during the three hundred sixty five (365) days prior to the meeting at which said persons name is being recommended to be dropped from the membership rolls.

Article V. Meetings

The time and place of the regular Sunday Services of the Congregation shall be determined by the membership or by any person or persons designated by said membership.

The Annual Business Meeting shall be held each year in the month of May or the month of June, at such time and place as shall be fixed by the Board of Trustees, in order to hear reports from officers and staff, to elect new trustees to the Board of Trustees, to adopt an annual budget, and to transact any other business that may properly come before the Congregation.

The Annual Business Meeting and any Special Business Meeting(s) shall be set forth in a notice of said meeting which shall be sent to all voting members by mail no less than fifteen (15) days prior to said meeting. Twenty (20) percent of the voting membership of the Congregation shall constitute a quorum, except that a forty (40) percent quorum shall be necessary in order to make decisions about the calling of or the dismissing of a minister or the purchase or sale of capital property.

Unless otherwise stated in these Bylaws, a majority vote shall be sufficient to pass any motion properly placed before the congregation at any Special Business Meeting or the Annual Business Meeting.

Board of Trustees meetings are to be held on a regular basis. At no time shall there be a lapse of greater than seventy (70) days between Board of Trustees meetings. All members

of the congregation are welcome at all Board of Trustees meetings. Rules for participation by attendees at Board of Trustees meetings shall be those rules adopted by the Board of Trustees. General congregational matters will be attended to at each Board of Trustees meeting.

Robert's Rules of Order or the equivalent shall be followed at each meeting.

Article VI. Board of Trustees

At each Annual Business Meeting there shall be chosen at least two (2) Trustees to serve three (3) year terms of office. A voice vote may be allowed if the number of nominations is equal to the number of vacancies. If the number of nominations is greater than the number of vacancies the use of a secret ballot must be employed.

The Board of Trustees shall consist of seven (7) members, six (6) shall be elected by the congregation and one, the Treasurer, shall be appointed by the Board of Trustees. Upon the vote of the Board of Trustees, the Treasurer shall be a voting member of the Board of Trustees for her or his Term of Office. No Trustee will serve more than two (2) consecutive three (3) year terms, with the exception of the Treasurer, whose term length will be decided by the Board of Trustees. All members of the Board of Trustees must be Voting members of the Congregation.

The Board of Trustees shall have general charge of the property of the Congregation, the conduct of all its business affairs and the control of its administration. When the Board of Trustees meets a quorum shall consist of four (4) Voting Members of the Board of Trustees.

Vacancies on the Board of Trustees may be filled by a majority vote of the remaining members of the Board of Trustees. The term for such appointees shall be until the next Annual Business Meeting or a special meeting called for that purpose.

The Board of Trustees shall establish standing committees to conduct the affairs and business of the congregation. Standing Committees will include but not be limited to the Finance Committee, Religious Education Committee, Committee on Ministry, Membership Committee, Worship Committee, and Building and Grounds Committee. Members of these committees will be appointed by the Board of Trustees from a list of persons who have expressed a willingness to serve. Committee membership will be reviewed by the Board of Trustees annually and presented to the congregation at the Annual Business Meeting. Term of membership is not limited. The standing committees shall have at least three (3) but no more than seven (7) members and will select their own leadership.

Standing Committees will work closely with the Board of Trustees to define their mission, roles, and responsibilities and submit them to the Board of Trustees for final approval. Special or ad hoc advisory committees may also be appointed. All committees shall report directly to the Board of Trustees or to whomever the Board of Trustees shall appoint to serve as their agent(s) in these matters.

The Board of Trustees shall present a proposed budget for the coming fiscal year for consideration by the Voting Membership at the Annual Business Meeting. The approved budget may be amended by a majority vote of the Board of Trustees or their delegated agent(s), but the amendments may not exceed the adopted budget by more than fifteen (15) percent.

The Board of Trustees shall not incur any indebtedness in the name of the Congregation without a four-fifths (4/5) vote of those members present and voting at a duly called and conducted meeting of the Congregation. The quorum for such a meeting shall be thirty (30) percent of the voting membership.

Article VII. Officers

From amongst the members of the Board of Trustees, a President, Vice-president, and Secretary shall be elected by the members of the Board of Trustees. The term of office for the elected Board of Trustees Officers shall be no longer than one year in length and shall terminate at the end of the current Fiscal Year. Any Board of Trustees Officer may, however, be re-elected to another term for the same office or any other office.

The President shall preside at meetings of the Board of Trustees. The Vice-president shall preside at all meetings of which the President cannot attend. If the President and the Vice-president are both unable to attend a Board of Trustees meeting the Secretary shall preside at said meeting. If there are no elected officers in attendance the remaining members of the Board of Trustees that are in attendance, provided that a quorum of four (4) voting members is in attendance, may choose a Moderator to lead the meeting, as well as choosing a temporary Secretary to record the minutes of said meeting.

The President shall preside at the congregation's Annual Business Meeting and all other Specially called congregational meetings, unless the Members at the beginning of said meeting elect a Moderator to preside. Said Moderator may be any member of the Board of Trustees. Additionally, the Congregation is free to elect any Voting Member of the Congregation to be the Moderator.

The President shall serve as a voting member of the Board of Trustees. The President shall be a voting member at any Congregational Meeting(s) and also at the Annual Business Meeting.

In the event that the President's position becomes vacant during a Fiscal Year the Vice-president shall preside in the President's position until such time as the Board of Trustees elects a new President only from amongst those of its members that were elected by the Congregation. In the event that there is no eligible Board of Trustees member to fill the position of President, a Special Business Meeting of the Congregation must be called to elect a new trustee(s) to the Board of Trustees. The quorum for any such special election meeting shall consist of no less than twenty (20) percent of the eligible Voting Members of the congregation. After said special election of trustees to the Board of Trustees, the

Board of Trustees itself shall elect its own officers as provided for in Paragraph One (1) of Article VII of these Bylaws.

The Secretary shall keep minutes of the Board of Trustees Meetings, the Annual Business Meeting, any Special Business Meetings, and any specially called congregational meeting.

The Treasurer shall keep records of receipts and expenditures for Congregational funds and shall be a standing member of the Finance Committee.

Article VIII. Nominating Committee

The members of Nominating Committee shall be elected by the Congregation either at the Annual Business Meeting, or at any specially called Congregational Meeting so called for the purpose of filling vacancies on the Nominating Committee. The Nominating Committee shall consist of five (5) members who each serve for two (2) year terms. Two (2) members shall be elected in even numbered years and three (3) members shall be elected in odd numbered years. No member of the Board of Trustees is eligible for membership on the Nominating Committee. No Nominating Committee member may serve for two (2) consecutive terms.

Except as noted in Article VI paragraph five (5) of these By-Laws, this Committee shall, at the Annual Business Meeting or any special congregational meeting, through its elected Chairperson, make separate motions consisting of its recommendations to fill any vacancies on the Board of Trustees, the Ministerial Search Committee and the Nominating Committee. All those so recommended in said motion(s) must have previously expressed to the Nominating Committee their willingness to serve. The Nominating Committee shall prepare a list of those names it will be recommending to the congregation to fill any vacancies, and shall publish said list within the confines of the church building in an area normally utilized for public announcements no less than two (2) weeks prior to the Annual Business Meeting or any special congregational meeting. Any Voting Member of the Congregation may add a name or names to this published list providing that the person so added is willing to serve and the name of the Voting Member of the Congregation who has added their name is clearly identified on said published notice. Additional nominations by Voting Members of the Congregation to fill a vacancy or vacancies may be offered from the floor at the Annual Business Meeting or at any special Congregational meeting.

When a secret ballot is necessary, the members of the Nominating Committee shall act as clerks in the election.

Article IX. Recall

Any elected member of the Board of Trustees or the Ministerial Search Committee or the Nominating Committee may be recalled at the Annual Meeting or a Special Meeting called for that purpose with a two-thirds (2/3) vote of the Voting Members present provided that the elected member has been presented in writing the cause(s) for such action at least two (2) weeks prior to the meeting and is provided an opportunity to

address those present. A quorum for any recall vote shall be forty (40) percent of the Voting Membership of the Congregation.

Article X. The Minister

A Ministerial Search Committee shall recommend a single candidate for the position of Minister to the Congregation.

The Ministerial Search Committee shall consist of seven (7) individuals all of whom must be Voting Members of the Congregation at the time of their appointment or election. Of those seven (7) members, four (4) shall be elected by the Congregation as defined in Article VIII (8) paragraph two (2) above, and three (3) members shall be appointed by the Board of Trustees.

The Ministerial Search Committee shall disband after filling a ministerial vacancy. A Special Business Meeting shall be called to receive the recommendation of the Ministerial Search Committee, at which time a minister shall be called by an eighty five (85) percent majority of the voting members of the society present at said meeting. Quorum for said meeting shall be forty (40) percent of the voting members of the congregation.

The minister shall be responsible for the conduct of worship within the society and for the society's spiritual interests.

The minister shall have freedom of the pulpit, as well as freedom to express her or his opinion(s) outside the pulpit.

The minister shall be an ex-officio member of the Board of Trustees and of such committees as the Board of Trustees shall so designate.

The Finance Committee will make recommendations to the Board of Trustees as to levels of compensation for the Minister on an annual basis as a part of the Annual Budget process (See Article V, paragraph two (2).) This will include all elements of the compensation package for the Minister commonly referred to as the "Total Cost Of Ministry" package (TCM). As a part of the Annual Budget Process, the Board of Trustees will make a recommendation to the voting Membership of the Congregation as to an Annual Budget, a portion of which shall be the annual Total Cost of Ministry (TCM) Package.

At such time as there is a change of Minister(s), the Finance Committee will prepare a Total Cost Of Ministry (TCM) for the Board of Trustees. The Board of Trustees will present their recommendations(s) to the Voting Membership of the Congregation at the Annual Business Meeting or at any specifically called meeting to address the issue of a TCM . In all cases, the TCM must be approved by the Voting Members of the Congregation.

The dismissal of a minister shall require a four-fifths (4/5) majority vote of the qualified

voting Members of the congregation present at any meeting called for this purpose. Quorum for such a meeting shall be forty (40) percent of the voting members. Should the minister offer her or his resignation, three (3) months notice must be given at the time the resignation is made, except as the Board of Trustees may allow an interval of less time.

Article XI. Other Paid Staff

The Board of Trustees shall have final authority as to the hiring and terminating of all non-ministerial staff members. The reporting structure for these staff members shall be defined by the Board of Trustees.

The Finance Committee will make recommendations to the Board of Trustees as to levels of compensation for all paid non-ministerial staff members. Final compensation levels will be recommended by the Board of Trustees to the Congregation as a part of the Annual Budget Process at the Annual Business Meeting.

Article XII. Fiscal Year

The Fiscal Year shall begin on July 01 and end on June 30. An annual review of the books shall be done within the ninety (90) days prior to the Annual Business Meeting by the Finance Committee or any other committee or agent(s) duly appointed for this purpose by the Board of Trustees.

Article XIII. Amendments

These Bylaws, so far as allowed by law, may be amended or replaced at any meeting of the society by a two-thirds (2/3) vote of those present and voting, a quorum for any such meeting at which any amendment(s) or replacement(s) of these Bylaws occurs, shall have a quorum consisting of no less than forty (40) percent of the voting membership. Notice of any proposed change(s) shall be contained in a notice posted within the confines of the church no less than fifteen (15) days prior to said meeting. A notice of said meeting shall be sent to all voting Members of the Congregation no less than fifteen (15) days prior to any such meeting. Contained within such notice shall be information indicating where the proposed amendment(s) or replacement(s) is posted.