

BYLAWS

South Nassau Unitarian Universalist Congregation Bylaws (as Revised) May 2021

Article I-Name

The name of this religious corporation shall be South Nassau Unitarian Universalist Congregation.

Article II-Purpose

The purpose of this Congregation is to organize as a religious community which has at its heart these principles: a commitment to accept one another and encourage each other's spiritual growth; a recognition of the inherent worth and dignity of every person; a belief in the need for justice, equity and compassion in human relations; a commitment to a free and responsible search for truth and meaning; acceptance of the right of conscience and the use of the democratic process within our congregation; a desire to further the goal of world community with peace, liberty, and justice for all; and a deep and abiding respect for the interdependent web of all existence of which we are a part. These principles are reflected in the Unitarian Universalist Principles and the mission statement of this Congregation, of which the most current adopted version of each are incorporated by reference herein, including any amendments or revisions to either or both, for as long as these bylaws are in effect.

This Congregation shall be a member of the Unitarian Universalist Association of Congregations.

Article III-Membership

Section 1-Application

Any person 16 years or older who is in sympathy with the purpose of the Congregation may become a member by signing the Statement of Purpose on the membership card in the presence of the Minister, a trustee or officer of the Congregation and by making a pledge for the current fiscal year or a verifiable financial contribution toward the operation of the Congregation, as determined by the Board of Trustees.

Section 2-Rights

Unless specified otherwise in these bylaws, a member shall be entitled to vote, be elected or appointed to office and otherwise enjoy the privilege of

Congregation membership thirty (30) days from the time of the signing of the membership card, as long as the annual financial contribution was pledged or made by the member within that thirty day time period or at any time prior to it in the fiscal year of becoming a member.

Section 3 - Termination of Membership

The membership of any person may be formally terminated in case of: (1) the member's death; (2) written (including electronically written) request by the member to the President; (3) an 18 month period of non-payment of pledge or no financial contribution of record, as verified by the Board. In those cases the Board will first contact the member, by mail or electronically, explaining the reasons for upcoming possible removal. The member will have 30 days to answer the Board's communication and make a pledge or financial contribution. If no answer is received within 30 days of sending the communication, the Board may then remove the name; or (4) removal by a two-thirds (2/3) vote of the Board for actions that threaten the well-being of the Congregation as defined in Congregational Behavioral Covenants and Behavior Policies.

Section 4 - Pledging Friend of the Congregation

A Pledging Friend of the Congregation is someone who has not signed the Statement of Purpose on the Membership Card but who makes an annual pledge or annual verifiable contribution to the Congregation. A Friend is not entitled to vote, be elected or appointed to office in the Congregation or serve as a committee chair. A Friend may serve on those committees, teams, and working groups not elected by the Congregation unless otherwise specified in these bylaws.

Section 5 - Non-discrimination

This Congregation affirms and promotes the full participation of persons in all our activities and endeavors including membership, programming, hiring practices, and the calling of religious professionals, without regard to actual or perceived race, religion, color, disability, sex, affectional or sexual orientation, gender, gender expression, physical or mental challenge, marital status, class, age, or national origin unless specified otherwise in these bylaws..

Article IV-Board of Trustees

Section 1-Composition

There shall be a Board of Trustees consisting of a minimum of two trustees plus four officers and a maximum of three trustees plus four officers (6-7 persons

total) who are voting members of the Congregation. The officers shall include the President, Vice President, Secretary and Treasurer. The Minister and the Religious Education Coordinator or Director of Religious Education are ex-officio members without a vote. There may also be a Youth Trustee to the Board of Trustees, who shall be a member between the ages of 16 and 19, inclusive, who shall be a non-voting member of the Board of Trustees and who shall not participate in executive sessions of the Board of Trustees. The members of the Board of Trustees may not serve simultaneously as chairs of standing committees/teams.

Section 2 - Powers

The Congregation has ultimate authority, which it exercises by: electing the Board of Trustees, electing members of the committees specified in the bylaws as elected, and calling Special Congregational Meetings to discuss any issues or concerns it may have. The Board of Trustees shall have general charge of the affairs and property of the Congregation, conduct all of its business, and shall establish such committees/teams, policies, and procedures as it deems necessary. However, no contract involving any unbudgeted expenditure on behalf of the Congregation of any monies exceeding \$20,000 shall be made without the approval of a duly constituted Congregational meeting, unless it is necessary for emergency repair, health, safety, and maintenance of the Congregation. Competitive bids will be solicited whenever possible. The Board of Trustees shall have the authority to designate delegates to the General Assembly of the Unitarian Universalist Association, to the meetings of Long Island Area Council of U.U. Congregations, and other such bodies to which the South Nassau Unitarian Universalist Congregation may properly send delegates.

Section 3 -Term of Trustees

A. Trustees shall hold office for a term of two years with the possibility of a successive 2 year term, if nominated and elected, and until their successors have been elected and qualified. Terms shall begin on July 1 of the first fiscal year following the election. The terms of Trustees shall be staggered. No Trustee, who has served two full-two-year terms shall be reelected as Trustee until out of office for at least one year. If any Trustee ceases to be a member of the Congregation or does not attend three board meetings in a row, or who violates Board or Congregational Covenants and/or Behavioral Policies, the position may be declared vacant by 2/3 vote of the Board of Trustees, and shall be filled by the Board until the next Spring annual meeting, when the vacancy shall be filled by Congregational vote for the remainder of the unexpired term. Upon such vacancy declaration, the Board shall communicate the action and the reason for it.

Additionally, a Trustee may be recalled, pursuant to the reasons stated above, by the Congregation in a Special Congregational Meeting called for that purpose. The quorum for such a meeting is 50% of voting members and the vote must be by 2/3 majority.

B. A Youth Trustee who has been elected and qualified shall hold such position for one year-and may be re-elected for two more one year terms, as long as that Youth Trustee continues to meet the qualifications in Article IV Section 1. If a vacancy occurs in the Youth Trustee position, it may be filled by the Board until the Spring annual meeting, when the vacancy shall be filled by Congregational vote for the remainder of the unexpired term.

Section 4 -Quorum

The majority of the voting Board members holding office shall constitute a quorum for the purpose of conducting business of a lawfully convened meeting of the Board of Trustees. In case of a tie vote at a meeting, the presiding officer shall have an additional casting vote, making two votes for the presiding officer, that is the President or Vice President.

Section 5-Meetings

A. Regular meetings of the Board of Trustees shall be held at least once a month at times mutually satisfactory to its members, as determined by the President, or in the President's absence, by the Vice President.

B. Special meetings of the Board of Trustees may be called by the President, or in the President's absence, by the Vice President, or by any two voting members of the Board by giving 24 hours notice thereof, either personally or by e-mail, to the other Board members.

Article V-Officers

The officers of the Congregation shall be a President, Vice President, Secretary and Treasurer, who shall be elected at the Spring meeting of the Congregation.

Section 1-Eligibility, Election, Term

A. All officers shall hold office for the period specified below. To qualify for any office, a nominee must be a voting member of the Congregation, as defined in Article III Sections 1 and 2. In addition, both President and Vice President of the Board must have served for at least one year previously as a Trustee, or in a

position elected by the Congregation of commensurate experience, before being elected to the office of President or Vice President.

B. Those officers elected for office may serve for a two year term with the possibility of a successive 2 year term, if nominated and elected.

C. If any officer resigns, dies, ceases to perform the duties of their office as stated in these bylaws, or who violates Board or Congregational Covenants and/ or Behavioral Policies, or ceases to be a member of the Congregation, that office shall be declared by the Board of Trustees to be vacant and shall be filled by the Board until the Spring annual meeting, at which the vacancy shall be filled for the unexpired term in the manner set forth herein for the election of officers. Upon such vacancy declaration, the Board shall communicate the action and the reason for it. Additionally, an Officer may be recalled by the Congregation, for the reasons stated above, in a Special Congregational Meeting called for that purpose. The quorum for such a meeting is 50% of voting members and the vote must be by 2/3 majority.

Section 2 - Duties and Powers of Officers

A. President

The President shall serve as chair of the Board of Trustees, shall preside at all meetings of the Congregation, and shall represent the Congregation on all appropriate occasions. The President shall perform such other duties as usually appertain to the office, including authority to sign on behalf of the Congregation any deeds, mortgages, bonds, contracts or other legal instruments. The President shall be ex officio member of all Committees, Task Forces, and Teams, with the exception of the Nominating and Search Committees, without the right to vote.

B. Vice President

The Vice President shall perform such duties as are assigned by the President or Board of Trustees within the provisions of these bylaws and shall discharge the duties of the President in the absence or disability of the President.

C. Secretary

The Secretary shall keep a record of the proceedings of all Board meetings, of Congregational Meetings and all other matters of which a record shall be ordered by the President or the Congregation. In conjunction with the Treasurer, the Secretary shall prepare a list of voting members prior to Congregational meetings. The Secretary shall be responsible for notification of committees and

newly elected members of their election or appointment and notification of meetings of the Congregation and Board of Trustees.

D. Treasurer

The Treasurer shall be responsible for oversight of the receipt, safe keeping, and accounting for all money and other property of the Congregation entrusted to the Treasurer's care, and shall disburse the same under the direction and to the satisfaction of the Board. The Treasurer shall be responsible for the oversight of: (1) the maintenance of a current roster of the pledging units and their pledges; (2) a complete accounting of the financial records of the congregation, which shall remain the property of the Congregation; (3) ensuring that all federal, state or local returns, reports or other items required by law are prepared and filed with the appropriate authorities in a timely manner; (4) the annual financial report of the Congregation, which shall be periodically audited by a person, not a member of the Board, who is designated by the Board. The Treasurer shall furnish regular statements detailing the status of their pledges to pledging units. At the discretion of the Board, the Treasurer shall be bonded by the Congregation in such amount as the Board may determine. The Treasurer shall be a member of the Finance Committee.

Article VI-Congregational Meetings

Section 1-Annual Meetings

A) There shall be two regularly scheduled Congregational Meetings per year, the Winter Meeting and the Spring Meeting.

(a) Winter Meeting. A Congregational Meeting shall be held each year in the months of January/February, and shall include as part of its agenda: (1) reports from the Treasurer, Minister, Religious Education Staff, and President and (2) any other business that may properly come before the Meeting.

(b) Spring Meeting. A Congregational Meeting shall be held each year in May/June, and shall include as part of its agenda: (1) election of officers; (2) election of trustees, including filling any partial-term vacancies; (3) election of Congregational committees, including filling any partial-term vacancies; (4) approval of the annual budget; (5) any other business as may properly come before the Meeting. Terms of Trustees and Officers begin on July 1 and continue until June 30 of the relevant year.

B) Notice of the Winter and Spring Congregational meetings, stating the date, time, and place shall be mailed physically or electronically to each member of the Congregation, or household in which more than one member resides, not less

than 30 days before such Meeting. The notice of the Spring Congregational Meeting shall also state the report of the Nominating Committee, listing the names of its nominees for election of Trustees, Officers, and New Members of the Nominating Committee. Prior to the Spring Meeting at which the annual budget will be presented for approval, there shall be a hearing on the proposed budget at which changes may be suggested to the budget. No further changes to the budget may be made when the budget is put for a vote, except in the case of a motion to correct errors and/or omission in the presented budget.

Section 2-Special Congregational Meetings

- A) Special meetings of the Congregation may be called by the Board of Trustees, and may also be called by the Board of Trustees upon the written request of any ten (10) members of the Congregation (which may include Members of the Board of Trustees) for the transaction of business that may require action by the membership before the next Regular Congregational Meeting.
- B) Such written request for a special Meeting shall contain the purpose of such meeting and shall be delivered to an officer, if practicable or, if not, then to a member of the Board of Trustees, and thereupon such Meeting shall be held as soon as feasible, but in no event sooner than eleven (11) days or no later than forty (40) days from the time such written request is received, except that if received out of time when the forty (40) day limit would fall between June 28 and Labor Day, then said limit shall be extended to one week after Labor Day.
- C) Notice of such Special Meeting shall be mailed physically or electronically to each member of the Congregation or household in which more than one member resides not less than ten (10) days and no more than forty (40) days prior thereto. Such notice of Special Meeting shall specify the date, time and place thereof and shall state the purpose thereof, and, if called at the written request of ten (10) members shall set forth their names, the date such written request was received and by which officer or trustee the same was received.

Section 3-Quorum

The presence at any Winter, Spring, or Special Congregational Meeting of at least 25% (twenty five percent) of the members shall be necessary for a Quorum unless stated otherwise in these bylaws. Pursuant to NY State Law, persons attending virtually and/or in person may count toward a quorum.

Section 4 - Voting

All voting shall be in person and not by proxy or absentee ballot.

All voting and elections shall be determined by a simple majority of the people present and voting, except as otherwise noted in these bylaws. Final votes for Officers and Trustees shall be by secret ballot.

Section 5-Conduct of Meetings

The President of the Board of Trustees, or in the President's absence the Vice President or such other person as designated by the Board of Trustees, shall preside at all Congregational Meetings. Such presiding officer shall announce the agenda for the meeting in the order in which matters are to be presented, discussed and/or acted upon; show recognized members entitled to the floor; shall state and put to vote all questions which are regularly moved or arrive through the course of the proceedings and announce the results of the votes; receive the votes for trustees, officers and members of the Nominating Committee; and decide all questions of order in accordance with the latest edition of Robert's Rules of Order.

Article VII-Nominating Committee

Section 1-Nominating Committee: Composition and Terms

There shall be a Nominating Committee consisting of at least 3 (three) but not more than 5 (five) members of the Congregation, not members of the Board of Trustees, who shall be elected at the Spring Meeting of the Congregation. One member of the Nominating Committee will serve two (2) years and the other members shall hold office for one (1) year and until their successors have been elected and qualified.

Section 2 - Nominations

The Nominating Committee shall solicit, publicize and submit nominees for (1) the Nominating Committee for the following year (2) Trustees and Officers for those positions being vacated. A list of all such nominees shall be mailed physically or electronically to each member of the Congregation at least thirty (30) days before the Meeting for such elections.

Once the Nominating Committee has published its slate, additional nominations for the election of Officers, Trustees and members of the Nominating Committee may be made by petition signed by at least ten (10) voting members and delivered to the President, or in the President's absence, the Vice-President, at least twenty (20) days before the meeting for such election. Upon receipt thereof,

the Board shall cause a copy of the amended slate to be mailed physically or electronically to each member or household in which two or more members reside.

Section 3. Vacancies

If any member of the Nominating Committee resigns, dies, ceases to perform the duties of their office as stated in these bylaws, violates Congregational Covenants and/or Behavioral Policies, ceases to be a member of the Congregation, or becomes a member of the Board of Trustees, the position shall be declared vacant by the Board and may be filled by the remaining members of the Nominating Committee.

Article VIII- Recommended Standing Committees/Teams

The Congregation may have Standing Committees and Teams as follows:

Building and Grounds: responsible for the maintenance of the plant

Ways and Means: responsible for fund raising events

Religious Education: responsible for the religious education of children and youth

Worship: responsible, with the minister, for worship

Social Action: responsible for education and opportunities for action on justice issues

Thrift Shop: maintains the Thrift Shop

Finance: oversees finances and financial operations

Membership: works for the social well being of the members of the congregation and the assimilation of newcomers and new members

Pastoral Care Team: works with the minister for the well being of the members/friends of the congregation. The minister is the head of this group.

The Board of Trustees approves the chairs of Standing Committees and Teams, in consultation with the committees/teams and maintains regular contact with them. Participation in committees is open to members and friends of the Congregation unless otherwise stated in these bylaws. Committee chairs must be members of the Congregation.

There shall be a Leadership Council, consisting of chairpersons/leaders of committees, teams, and other groups within the Congregation which shall, together with the Board of Trustees, meet at least once a year to communicate

and coordinate the various activities of the Congregation and to provide information necessary to the budget process.

Article IX-Fiscal Period

The fiscal period shall be from July 1st through June 30th.

Article X-Minister

A. Qualifications of Ministers

The Minister of this Congregation shall have Ministerial Fellowship with the Unitarian Universalist Association (UUA) or be in a UUA approved process of formation. Actual or perceived race, religion, color, disability, sex, affectional or sexual orientation, gender, gender expression, physical or mental challenge, marital status, class, age, or national origin shall have no bearing on the choice or retention of a Minister.

B. Calling and Hiring of Ministers

The Board of Trustees will have the authority to hire and dismiss Ministers of the Congregation, with the exception of the Called minister. The Called minister shall be called by a 90% vote of the Congregation, and her/his/their salary determined by the Congregation at a properly called meeting. The quorum for such a meeting is fifty percent (50%) of the voting members.

C. Dismissal and Termination

The Minister shall give at least ninety (90) days notice in writing to the Board of his/her/their resignation or retirement, except as the governing Board may allow an interval of less time.

The Called Minister may be dismissed by a majority vote of the qualified members of the Congregation present at any Meeting legally called for that purpose, quorum for such a meeting to be constituted by fifty percent (50%) of the voting members. The Board of Trustees may dismiss Ministers other than the Called Minister, for cause. When such action is taken, the Board will communicate it to the Congregation, and the reason for it.

In the event of a Minister's dismissal, his/her/their salary and allowance shall be continued for three (3) months after the date of dismissal.

D. Duties, Rights, and Responsibilities

The Minister shall be responsible for the conduct of worship within the Congregation and the Congregation's spiritual interests and affairs. In general the Minister shall provide overall religious leadership and shall perform such other duties as are customary in Unitarian Universalist Congregations, or as may reasonably be prescribed by the Board of Trustees. The Minister shall be Head of Staff. The minister shall have freedom of the pulpit as well as freedom to express his/her/their opinion outside the pulpit.

It shall be the duty of the Minister to make a full report to the Spring and Winter Congregational Meetings and to bring to the attention of the Board of Trustees any matters which seem to be pertinent to the general welfare of the Congregation, and to make such recommendations as seem proper. However, the final decisions in such matters of policy and procedure shall remain with the Board of Trustees or the Congregation in legal meeting. The Minister may serve without vote as a member ex officio of all committees/task forces, except any committee concerned with ministerial evaluation, salary, or contract with the Congregation, and except the Nominating Committee, Search Committee, or other such committees as are specifically elected by the Congregation at a Meeting thereof prohibiting the Minister's participation.

E. Ministerial Search Committee

In the event of a vacancy in the position of Called Minister, and if the Congregation wishes to fill a position of Called Minister, a Search Committee shall be established as a Special Committee in accordance with these bylaws for the purpose of identifying, screening and bringing to the Congregation for consideration candidates for the position of Called Minister. The Search Committee shall consist of 5 (five) voting members. The Board of Trustees shall submit the names of nominees to serve on the committee to be voted upon at a Congregational Meeting called for such purpose.

Article XI-Amendments

These bylaws, insofar as allowed by law, may be amended or repealed at any Winter or Spring Congregational Meeting, or Special Meeting of the Congregation called pursuant to notice as set forth in Article VI, by a two-thirds vote of the members of the Congregation present and voting. Notice of any proposed change shall be contained in the notice of the Meeting, setting forth the full text of any such proposed change(s) or a summary thereof. A copy of the proposed amendments(s) shall be made available and an informational meeting

shall be called no more than 2 (two) weeks prior to the Meeting at which the bylaws will be voted upon. At such informational meeting changes may be proposed to the bylaws. If such changes are proposed and accepted by the Board, a revised copy of the bylaws will be sent to the Congregation, electronically or physically, prior to the meeting at which they will be voted upon. No further changes to the bylaws may be made when the bylaws are put for a vote, except in the case of a motion to correct errors and/or omission in the presented bylaws.

Article XII-Dissolution

The Congregation may dissolve in accordance with the requirements and procedures set forth in the New York Religious Corporations Law. In the event of the dissolution of the Congregation, all outstanding debts shall be paid. Proceeds of the sale of congregational real property pursuant to dissolution shall be devoted and applied to any such religious, benevolent, educational or charitable objects or purposes consistent with the general purposes of the Unitarian Universalist Association, subject to court approval and in accordance with the law.