

BYLAWS

ARTICLE I — NAME AND AFFILIATION

- 1.01 The name of this church shall be the Unitarian Universalist Church of the Monterey Peninsula. It shall be affiliated with the Unitarian Universalist Association..

ARTICLE II — PURPOSE

- 2.01 As a religious organization, it shall be the purpose of this church to bring people together into closer fellowship, in a community of mutual support, and to provide opportunities for worship, discussion, action, and education in accordance with our traditions and values.
- 2.02 This church affirms and promotes the full participation of persons in all of its activities and endeavors, without regard to race, color, gender identity, age, disability, political perspective, affectional and sexual orientation, or national origin.

ARTICLE III — MEMBERSHIP

- 3.01 Membership is open to individuals age sixteen or older who wish to support the purposes stated in Article II, and who make a recorded financial contribution at least annually.
- 3.02 Any person desiring to become a member of this congregation shall first discuss the significance of membership with the minister; or, in the absence of the minister, with a person designated by the minister; or shall attend an orientation seminar. Following this, membership may be formally entered into by the signing of the membership roster.
- 3.03 Membership status shall be reviewed at the end of the fiscal year for which no financial contribution to the Operating Fund has been recorded, unless this requirement has been waived by the senior minister.
- 3.04 Membership may be terminated by written resignation or by failure to respond affirmatively within sixty days to an inquiry as to the member's desire to continue membership, mailed to the last listed address of the member, provided that such inquiry was approved by the senior minister.

ARTICLE IV — MINISTRY

- 4.01 The minister(s) shall be responsible for the conduct of worship within the church, and the church's spiritual interests and affairs. The minister(s) shall have freedom of the pulpit as well as freedom to express opinions outside the pulpit.
- 4.02 The minister(s) shall be non-voting member(s) of the Board of Trustees and ex-officio member(s) of all church committees except Nominating and Ministerial Search Committees.
- 4.03 A candidate for minister, or co-candidates for joint ministry, shall be recommended by a Ministerial Search Committee, composed of seven members who are elected at a congregational meeting called for that purpose. A slate of members for the Search Committee shall be proposed by the Nominating Committee in consultation with the Board.
- 4.04 Ministers are called by the congregation, and may likewise be dismissed, at any meeting legally called for the purpose, by a vote in accordance with the quorum and majority required for such action, as specified in Article 5.05.
- 4.05 The procedure for calling a minister may be suspended in the event that the congregation votes to participate in an interim or extension program wherein a professional leader shall serve the church for a limited period of time.

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- 4.06 In the event of the minister's dismissal, his or her salary and allowance shall be continued for three months following the date of dismissal, unless the dismissal is for cause. Should the minister offer his or her resignation, three 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.
- 4.07 Ordination to the ministry by the congregation will be considered if the candidate has completed theological training in a certified program of study and has been accepted into preliminary fellowship by the Ministerial Fellowship Committee of the Unitarian Universalist Association. In the following situations ordination can be approved by a vote of the congregation with the basic quorum and voting rules for congregational meetings as contained in Article 5.05:
- A. The candidate has been called by the congregation to be its minister.
 - B. The candidate is settled in a community ministry in this community and will be associated with this congregation as a member.
 - C. The candidate is a "child of the church," has an extensive history of relationship to this church, and is about to begin a ministry the congregation wishes to support.
- Ordination of other candidates can be approved by the same voting rules which are required for calling a minister as contained in Article 5.05.

ARTICLE V — CONGREGATIONAL AND CHURCH MEETINGS

- 5.01 An annual meeting of the members of this church shall be held in May at a time and place to be fixed by the Board of Trustees.
- 5.02 Special meetings for the transaction of any business may be called at any time by the Board of Trustees, and shall be called upon the written petition of ten percent or more of the voting members.
- 5.03 Notices of such meeting, giving the time and place of the meeting and in the case of special meetings the specific business to be considered, shall be given to each member at least ten days before the meeting.
- 5.04 A voting member shall be defined as one who complies with Article III.
- 5.05 A quorum shall consist of 20% of voting members. For all matters not stipulated elsewhere in the bylaws, a simple majority is required to approve.
- A. A vote of 2/3 of those present is required to:
 - Call or dismiss a minister
 - Approve resolutions of public witness on behalf of the congregation.
 - Approve capital expenditures proposed to exceed twenty-five percent of the total operating budget for the current fiscal year.
 - B. Members currently residing at a distance greater than fifty miles from the church shall not be included in the calculation of a quorum unless they are present to vote.
- 5.06 Voting shall be by ballot unless determined otherwise at each meeting. No one may vote by proxy. On occasions determined by the Board of Trustees, voting may be conducted by mail in accordance with the quorum required above.
- 5.07 The president of the Board of Trustees shall be the presiding officer at all congregational meetings unless otherwise designated by the president or voted at the meeting.
- 5.08 *Robert's Revised Rules of Order* shall govern the proceedings at all congregational and church meetings.

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ARTICLE VI — TRUSTEES

- 6.01 The officers of this church shall consist of seven trustees, all of whom shall be members of the church. They shall elect from their own members a president, a president-elect and a secretary. Election of officers shall be the first order of business of each new Board at the beginning of the church year in July. In addition a recording secretary may be appointed to serve the Board from the congregation at large for the purpose of recording minutes.
- 6.02 The moderator of the Program Council shall be elected by the congregation and shall be a voting member of the Board.
- 6.03 The treasurer of the church shall be nominated by the Finance committee, recommended by the Board, and elected by the Congregation at the annual meeting. The treasurer shall be a voting member of the Board. The term of the treasurer shall be for three years. The treasurer may be re-elected for one additional term by the congregation.
- 6.04 Trustees shall be elected for three-year terms, a sufficient number being elected each year to full terms and to fill unexpired terms created by vacancies to maintain a seven-member board. Persons shall not be eligible to serve two consecutive full terms. In no case shall anyone serve more than five years consecutively, except for the treasurer who may serve for six years if re-elected by the congregation for a second term.
- 6.05 Terms of office for trustees and the treasurer shall commence and conclude at the start of the first constituted meeting of the Board in July.
- 6.06 Meetings of the Board of Trustees are open to members of the congregation, and shall be held at least monthly, except that a meeting may be omitted by vote of the Board providing that two consecutive meetings are not omitted. The Board may enter closed session to address personnel or legal issues. A quorum shall be a simple majority of current voting Board members. Virtual participation by board members may be permitted according to Board policy.
- 6.07 The Board of Trustees, on behalf of the church, shall have stewardship responsibility for all financial matters, oversight of the administration of staff, and maintenance of physical and operational infrastructure; and of the congregational vision and purpose of the church. The Board shall establish procedures for the engagement and release of staff other than the called ministers. These powers may be limited as prescribed by a general or special meeting of the congregation.
- 6.08 The Board of Trustees shall adopt rules and procedures necessary for conduct of its business.
- 6.09 The Board of Trustees may take public action on behalf of the church provided it meets the following criteria:
- A. Such action must be in support and furtherance of Unitarian Universalist principles, as expressed in resolutions passed by this congregation or by the Unitarian Universalist General Assembly.
 - B. Expenses entailed by such action shall not exceed funds available for the purpose.
 - C. The involvement undertaken shall be of limited duration (i.e., up to 6 months). Proposals for continuing or long-term involvement shall be referred to the congregation.
- 6.10 Vacancies on the Board of Trustees occurring between annual congregational meetings shall be filled by interim appointment by the president of the Board. Such appointees shall serve until the start of the first constituted meeting of the Board in July, at which time a trustee elected at the annual meeting shall assume the balance of the term.
- 6.11 A trustee may be removed from office if he or she fails to attend three consecutive regular meetings of the Board.

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ARTICLE VII — NOMINATIONS

- 7.01 A nominating committee of three members who will not be serving on the Board for the forthcoming year shall be elected at the annual congregational meeting. The purpose of this committee is to identify, encourage, and develop people within the congregation for leadership roles (e.g., board of Trustees, committee chairs). This committee shall propose for the next annual meeting: nominees for the nominating committee, for the moderator of the Program Council, and for members of the Board of Trustees. In each case the number of nominees shall not exceed twice the number of positions open.
- 7.02 Any vacancies occurring on the nominating committee between annual meetings may be filled through appointment by the president of the Board.
- 7.03 The committee shall prepare a list of selected candidates willing to serve with a high degree of commitment to the necessary work of the church; the list shall include a short statement prepared by each candidate. It shall be the duty of the Board of Trustees to make this list known to the congregation at least two weeks prior to the annual meeting. Additional nominations may be made from the floor for any elective position. Those candidates having the highest number of votes shall be elected.

ARTICLE VIII — DELEGATES TO THE UUA & PCD

- 8.01 Delegates and alternates to the Unitarian Universalist Association and delegates and alternate delegates to the Pacific Central District shall be appointed by the Board of Trustees from those members who are willing and able to serve. Action taken by delegates shall not be binding on the church unless such action is ratified by the Board of Trustees.

ARTICLE IX — COMMITTEES AND PROGRAM COUNCIL

- 9.01 The Board of Trustees shall establish committees as it deems necessary for delivery of church programs and services under its purview.
- A. The Board of Trustees shall approve all committee chairs.
- B. The Board of Trustees shall appoint the leadership and membership of the Finance Committee. This committee reports directly to the Board of Trustees and not the Program Council. The Finance Committee shall participate in Program Council meetings.
- 9.02 The Program Council of the church shall promote effective interdependent and collaborative leadership in assuring the delivery of church programs and services, under authority of the Board of Trustees.
- A. The Program Council helps implement the vision and goals of the church (set by the Board) and communicate them to the congregation at large. The Program Council will monitor the progress of Long Range and Strategic Plans, , promote committee participation, increase accessibility and transparency of information, and work to increase the development of new leadership in coordination with the Board, the Nominating Committee, and any lay leadership development group that may be created.
- B. The Program Council shall be composed of the chairs of standing committees, and shall be led by an elected Program Council moderator. The Program Council moderator shall be elected for a two-year term. Should a vacancy occur before that term expires, an acting Program Council moderator shall be appointed by the president of the Board of Trustees. In no case may an individual serve more than two consecutive terms as Program Council moderator.

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- C. The moderator will craft the agenda for Program Council meetings, attend and facilitate those meetings towards collaborative ministry, positively manage conflicts between programs, and be the conduit for all information from committees that comes into the purview of the Board of Trustees.
- D. The Program Council shall meet at least quarterly.
- E. The Program Council shall adopt rules and procedures necessary for conduct of its business.
- 9.03 The Program Council moderator shall work with committee leadership and shall, with the Board of Trustees, assure that there are sufficient resources for the committees to fulfill their responsibilities.
- 9.04 The Program Council shall review committee charters or task descriptions (for committees under its purview) and submit to the Board of Trustees for approval. The charter will include the tenure of committee members and chairs, and procedures for selecting committee members. Tenure: Standing committees serve ongoing church activities and maintain a continuing existence as defined by their charter. *Ad hoc* committees/task forces fulfill specific tasks and are dissolved when the given task is complete.

ARTICLE X — CONFLICT RESOLUTION TEAM

- 10.01 A Conflict Resolution Team may be appointed by the Board to enable the expression and resolution of conflict within the church. The Team shall meet as need arises, and for annual review with the minister(s).
- 10.02 The Conflict Resolution Team shall be composed of three to four church members who are sensitive to interpersonal dynamics and skilled in conflict resolution. Candidates for the team shall be proposed to the Board by the minister(s), in consultation with continuing team members. Team members are reconfirmed annually by the Board.

ARTICLE XI — AFFILIATE ORGANIZATIONS

- 11.01 Any church member may suggest to the Board of Trustees that the church enter into an affiliate relationship with a nonprofit organization. The Board may enter into such an affiliation on behalf of the church, subject to creation of a covenant of mutual responsibility that defines the mutual benefits and liabilities of such an affiliation; and that reflects the Board's fiduciary responsibilities to safeguard the assets of the church.

ARTICLE XII — SOCIAL POLICY ENDORSEMENTS

- 12.01 The senior minister or president of the Board of Trustees may, on behalf of the church, sign or make a statement expressing an opinion on a social, economic, or environmental justice issue if the opinion has been adopted by a vote of the Unitarian Universalist Association General Assembly and/or the opinion is in support of an active social justice project approved by a vote of the church membership at a congregational meeting.

ARTICLE XIII — FISCAL AFFAIRS

- 13.01 The church fiscal year shall run from July 1 through June 30. The Finance Committee, a standing committee, annually shall propose a comprehensive operating budget for the church for adoption, review and approval by the Board of Trustees and the congregation respectively prior to the start of the fiscal year.

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- 13.02 The treasurer shall make an annual report to the Board of Trustees covering the preceding fiscal year. This report shall be reviewed by persons designated by the Board of Trustees.
- 13.03 All operating and unrestricted funds deposited in banks or depositories shall be deposited in the name of the Unitarian Universalist Church of the Monterey Peninsula and withdrawals from such accounts shall be made only by checks or similar orders. The church treasurer and five other persons, proposed by the Finance Committee and designated by the Board of Trustees, shall be authorized to sign checks for withdrawals from these accounts. Only one designated signature shall be required for withdrawals. Operating and unrestricted funds shall be deposited only in accounts fully insured by an agency of the U.S. Government or in low risk funds as determined and approved by the Board of Trustees.
- 13.04 All funds and property received by or coming into the custody of the church or a trustee thereof belong to and are the property of the Unitarian Universalist Church of the Monterey Peninsula, to be held and expended only for the purposes authorized by the Board of Trustees and only in accordance with the regulations prescribed by the church.
- 13.05 All UUCMP Endowment Fund contributions shall be deposited or invested in the name of the Unitarian Universalist Church of the Monterey Peninsula and shall be subject to the specific instructions of the donor.. An Endowment Fund Committee of three members shall be appointed by the president with the approval of the Board of Trustees.
- A. The purpose of the UUCMP Endowment Fund is to assure the long-range financial future of the church, to help manage financial emergencies, and to fund capital needs and special projects that all support the vision and mission of the church. Financial emergencies are defined as unexpected emergency situations which place church assets at serious risk.
 - B. The terms of the Endowment Committee members shall be 3 years, rotating on a staggered basis.
 - C. The committee shall solicit contributions to and manage the UUCMP Endowment Fund and shall present an annual report to the Board of Trustees and the congregation regarding the status of the fund. Investments shall be made in a socially responsible diversified portfolio with a goal of maximizing total return.
 - D. No member of the Endowment Committee shall engage in any self-dealing or transactions with the endowment fund in which the member has a direct or indirect financial interest. Members shall refrain at all times from conduct in which his or her personal interests would conflict with the interest of the UUCMP Endowment Fund.
- 13.06 On an annual basis, up to 5% from the UUCMP Endowment Fund may be used for program enhancement and capital expenditures as determined by the Board of Trustees. However, as long as the UUCMP Endowment Fund is invested with the UU Common Endowment Fund, the distribution shall be no more than the percent approved for the UU Common Endowment Fund. The basis for calculating the distribution shall be the average value of the UUCMP Endowment Fund, excluding notes payable from UUCMP, for the three-year period ending with the current year.
- Additional withdrawals or loans from the UUCMP Endowment Fund for capital expenditures may be authorized upon approval of the congregation with a quorum of twenty percent of the voting members and a two-thirds majority of those present and voting.
- When properly approved by the congregation, withdrawals from the UUCMP Endowment Fund may be made by the treasurer.
- 13.07 Restricted funds contributed for special purposes, either to the Operating Fund or to the UUCMP Endowment Fund, shall be accepted only on the approval of the Board of Trustees. Such restricted funds shall be maintained in one or more special accounts within either the Operating Fund or the UUCMP Endowment Fund. Authorization for expenditure of restricted

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funds shall be made by the Board of Trustees in accordance with the wishes of the donors insofar as possible.

ARTICLE XIV — AMENDMENT OF BYLAWS

- 14.01 Amendments to these Bylaws may be proposed by the Board of Trustees or by petition to the Board of Trustees by ten members of the congregation qualified to vote. Notice of such proposed change or changes shall be mailed given to all voting members at least ten days prior to a regular or a special meeting. Amendment of these By-Laws requires a quorum of 20% of members with two-thirds of those present voting to approve.

ARTICLE XV — DISSOLUTION

- 15.01 Any action to dissolve the Church must be approved by a two-thirds (2/3) vote of eligible Voting Members of the Church present at a meeting called to specifically consider such action, for which meeting written notice has been issued to all Members eligible to vote in accordance with the provisions of these bylaws. In the event of the dissolution of the church, its assets, after paying all just claims upon them, shall be transferred to the Unitarian Universalist Association. Such transfer will be made in full compliance with whatever laws are applicable.

Date of most recent amending: May 6, 2018.