

BY-LAWS OF UNITARIAN UNIVERSALISTS OF SANTA CLARITA VALLEY

ARTICLE I. NAME:

The name of this non-profit religious organization is the Unitarian Universalists of the Santa Clarita Valley, located in Santa Clarita, California, herein referred to as “the Church.”

ARTICLE II. MISSION:

The Church enhances the lives of members through spiritual development and active service in the community. We offer a diverse, non-dogmatic spiritual home to all who share our values as defined by the Unitarian Universalist Association. We provide a liberal religious voice, a social justice presence in the Santa Clarita Valley, and a stimulating and supportive environment to help our members on their own spiritual journeys during all stages of their lives.

ARTICLE III. DENOMINATIONAL AFFILIATION:

This Church is a member of the Unitarian Universalist Association of Congregations and the Pacific Southwest District.

ARTICLE IV. MEMBERSHIP:

Section 4.1: New Members

Any person 16 years or older may become a member of the Church after demonstrating a commitment to our values and vision by:

Learning about our Unitarian Universalist faith, history, organization, and this congregation by attending a class or other means offered by the church for this purpose.

Regularly attending church events;

Serving the church in a manner that fits his/her skills and availability;

Making a financial contribution to the church.

After fulfilling these expectations of membership, or having any of them waived by approval of the minister, the membership process is completed by signing the membership book, before the congregation, in a ritual of membership during a worship service.

Section 4.2: Voting Members

Individuals become voting members 30 days after having signed the membership book. The Church Secretary shall make a list of voting members 30 days prior to any church business meeting and bring the list to the meeting. That list is open to inspection by any member.

Section 4.3: Active Members

Each member must continue to demonstrate active membership by annually fulfilling the expectations of membership:

- Regularly attending church events
- Serving the church in a manner that fits his/her skills and availability
- Making a financial contribution to the church
- Any other reasonable expectations that the Board may require of membership

Section 4.4: Removal from Membership

Members may resign their membership at any time by notifying the Board of Trustees. Annually in January the Membership Team or persons designated by the Board of Trustees review Church membership. Members who have died or moved away during the year will be removed from membership. Members who have not fulfilled one or more of the expectations of active members during the previous calendar year will be asked to confirm their commitment to membership. Members who decline to fulfill the expectations, without seeking a waiver, or do not respond to inquiry from the Membership Team will be removed from membership. An official letter confirming removal from membership will be mailed to the former member at his/her last known address, with official removal effective at the date of the mailing of the letter.

ARTICLE V: CHURCH YEAR:

The church year begins on July 1st of each year and ends on June 30th of the following year.

ARTICLE VI. MEETINGS:

Section 6.1: Non-Business Meetings

The Board or a group of members equaling 20% of the membership may request a meeting of the congregation. At such a meeting, no financial obligations may be made and no policies may be adopted.

Section 6.2: Annual Business Meeting

The annual business meeting of the Church is held in the final quarter of each fiscal year, at such time and place as determined by the Board.

Section 6.3: Special Business Meetings

Special business meetings of the Church may be called by the Board or at the written request to the Board of a group of members equaling 20% of the membership.

Section 6.4: Notice of Meetings

All members are to be notified of annual and special business meetings of the Church at least 30 days prior to the meeting.

Section 6.5: Quorum

Thirty percent of the voting members constitute a quorum at all annual and special business meetings, unless otherwise specified in another section of these bylaws.

ARTICLE VII: BOARD OF TRUSTEES

Section 7.1: Purpose

A Board of Trustees is elected by the membership as the primary governing body of the church. The Board guides the administration of the church including areas of vision, policy, raising money, managing money, supervising paid staff, arranging for meeting space, and insuring good communication within the church.

Section 7.2: Membership

The Board consists of seven members: four Officers – President, Vice President, Secretary, and Treasurer, and three Members-at-Large. All seven members have an equal voice in determining Board decisions. The President does not vote on Board matters unless there is a need to break a tie vote. The Minister serves as an ex-officio, non-voting member of the Board. To serve on the Board, a person must be a member of the Church.

President – The President leads the Board meetings and establishes the agenda. The President is the person with primary responsibility for advancing the vision of the church.

Vice-President – The Vice-President assists the President in his/her duties and fills in for the President during absences. The Vice-President is the chair of the Program Council and is the liaison to the Board for the programs of the church. The Vice-President carries primary responsibility for managing the policies of the church.

Treasurer – The Treasurer manages the church's finances including operating budget and investments. The Treasurer provides regular reports to the Board and the Program Council of the current financial situation of the church including assets and liabilities, cash flow, and income and expenses against the projected budget. The Treasurer prepares a proposed budget for the church each fiscal year. The Treasurer chairs the Finance Committee.

Secretary – The Secretary records the minutes of the Board meetings and handles any correspondence for the Board. The Secretary serves as the liaison with the Communications Committee.

Members at Large – The three Members at Large act as liaisons to the Building, Personnel and Fundraising committees, such liaison assignments to be made at the beginning of the member's term.

Section 7.3: Terms of Office

The term for each Board member is two years. The terms are staggered, with half of the Board positions being up for election each year, as follows:

The President, Secretary, and two Members-at-Large are elected in one election cycle;

The Vice-President, Treasurer, and one Member-at-Large are elected in another election cycle.

Consecutive terms on the Board may be served, but no member may serve more than two consecutive terms without being off the Board for at least one year.

Section 7.4: Vacancies

The Board appoints members to fill vacancies on the Board. If the office of President becomes vacant, the appointee must be a present member of the Board. If the office of the Vice-President, Secretary, or Treasurer becomes vacant, the Board shall first attempt to fill the vacancy from within the Board, and only if unsuccessful, appoint from others in the Membership. Members who fill vacancies serve out the remainder of the departed officer's term and may run again for a full term within the provision of Section 7.3 above.

Section 7.5: Board Meetings

The Board typically meets once a month or more often as necessary to conduct church business. The President, or four members of the Board may call additional Board meetings. Board meetings are open to all Church members. Church members who are not Board members may typically speak at Board meetings, but may not make motions or vote at Board meetings.

Section 7.6: Removal

Board members may be removed by majority vote of the Board for breach of trust, gross misconduct or for failing to fulfill the responsibilities of the position. A warning, including reasons for removal, is communicated by the Board to the Board Member in question at least 30 days prior to Board action.

Section 7.7: Quorum

Four voting members of the Board constitute a quorum.

Section 7.8: Budget

At each annual business meeting, the Board submits an operating budget for the coming fiscal year. The budgeted expenses may not exceed the anticipated income except as approved by the congregation. A budget is adopted by a simple majority vote of the voting members present at the meeting. Once a budget is approved, the Board may authorize and expend the funds as budgeted. The Board may freely reallocate funds, as long as the reallocation does not exceed 10% of the approved total budget. The Church membership must approve any unbudgeted expenditure or obligation for indebtedness that exceeds 10% of the approved total budget. The membership must also approve the purchase, sale or mortgage of real property.

ARTICLE VIII. ELECTIONS

Section 8.1. Annual Election

Elections to the Board of Trustees and Nominating Committee occur not later than during the annual meeting of the congregation, but may occur separately from the annual meeting.

Section 8.2: Slate of Nominees

For each annual election, the Nominating Committee submits one slate of candidates comprising the recommended members for all Board and Nominating Committee positions.

Section 8.3: Nominating Process

The Nominating Committee places candidates for Board of Trustees and Nominating Committee positions into a “pool” for consideration.

Candidates may be submitted to the chairperson of the Nominating Committee up to six weeks prior to the election. From the period between the close of nominations (six weeks prior to the meeting) and the official notice of meeting (30 days prior to the meeting) the Nominating Committee considers all candidates and selects one nominee for each position to be voted on by the membership.

Section 8.4: Proxy and Absentee Voting

Proxy and Absentee voting are not normally allowed but are permissible upon specific decision of the Board of Trustees in the best interests of church polity and the democratic process. When Proxy and/or Absentee voting are allowed, the Board will communicate the designation to the membership as part of the notice of the meeting.

Proxy voting during meetings is only allowed when issues to be voted on will be discussed during the meeting, or when motions or nominations may be made from the floor. Church members may designate any other church member as their proxy through a written statement approved by the Board Secretary prior to the meeting.

Absentee voting is only allowed when final language of issues or a closed slate of nominations have been communicated 30 days prior to the vote and no discussion has been scheduled for the meeting. Absentee ballots should be returned to the Board Secretary either by mail or e-mail. Absentee ballots must be received prior to the commencement of the meeting and be available at the time of the official ballot count.

Section 8.5: Counting Ballots

During any election, three church members count and verify the ballot results. These three members shall be two sitting Board of Trustee members and one non-Board member, none of whom may be candidates during the election, and all three to be approved by the members present at that meeting prior to the election.

ARTICLE IX. COMMITTEES AND TEAMS

Section 9.1: Administrative Committees

Committees are established by the Board when necessary and cease to serve when no longer needed or when the Board determines the resources of the Church are better used elsewhere. Any member or church visitor may serve on committees. The Board of Trustees must approve committee membership. When committees are not established the Board as a whole assumes their duties.

Building Committee - provides for appropriate meeting space for the Church, liaisons with owners of any meeting space the church may rent, and arranges for management and repair of any property the church may own.

Communications Committee - creates and manages means for the congregation to share information relevant to the church among church members. The Communications Committee develops and adapts diverse communication media as needed and recommends policy to the Board of Trustees on appropriate use of the communication media available.

Finance Committee - assists and advises the Treasurer in his/her duties of managing the church's finances.

Fundraising Committee - organizes various means of raising income for the church including conducting the annual pledge drive.

Personnel Committee - sets policies and resolves issues with any paid staff of the church. The Board may establish a separate Committee on Ministry specifically to provide confidential advice and consultation to the Minister on her/his duties.

Policy – Committees such as a Bylaws Review Committee may be established to create and update the operating policies and procedures of the church

Vision – Committees such as a Long Range Planning Committee or a committee to develop a mission statement may be established in order to assist the Board in defining the direction and purpose of the church

Section 9.2: Program Council

The Program Council is a standing (permanent) Committee of the Board of Trustees charged with overseeing the programs of the church. The Program Council is chaired by the Vice-President of the Board of Trustees and its membership consists of the Team Leaders of each of the Program Teams then existing.

Section 9.3: Program Teams

Teams are established by the Church as needed to create programs that minister to the various spiritual needs of the church members and the larger community. When these teams are not established, the Program Council assumes their duties.

Denominational Connections Team - assists the church in becoming involved in Unitarian Universalist programs offered by our sister churches at the cluster, district and national level.

Just for Fun Team - creates and supervises opportunities for our church members and visitors to connect socially.

Membership Team - serves the members of the church by nurturing their health, growing their skills, and deepening their connection and commitment to the congregation and the Unitarian Universalist faith.

Outreach Team - helps the larger community become aware of the Church, and to encourage people to visit the Church and become members.

Religious Education Team - plans and supervises the religious education programs of the Church.

Social and Environmental Justice Team - provides education on justice issues and creates program opportunities for the congregation to live out UU Principles in our own lives and in the larger community, on local, state, national and global levels.

Worship Team - provides a high quality, inspirational and enlightening worship service every Sunday and organizes other opportunities for spiritual practice for our members and visitors.

Section 9.3: Committee and Team Membership

Committee Chairs and Team Leaders must be Church members. Non-members may serve on Committees and Teams as a way of becoming involved in the Church. Committees communicate their activities to the Board through their respective Board liaisons. Team Leaders, or their designees, attend the Program Council meetings.

Section 9.4: Committee and Team Organization

Each Committee and Team may develop its own best structure and working procedure, remaining accountable to the direction and ultimate authority of the Board of Trustees, and in line with our UU Principles of diversity, inclusion, and democratic process.

Section 9.5: Nominating Committee

The Nominating Committee is a standing (permanent) committee of the Church. The purpose of the Nominating Committee is to propose candidates for positions to be elected by the congregation.

The Nominating Committee is composed of five Church members elected annually by the congregation.

The immediate past-President of the Board of Trustees automatically serves on the Nominating Committee in the first year following his/her presidency (necessitating the election of only four other church members to the Nominating Committee in that year). In subsequent years, the immediate past-President acts as an advisor to the 5-person Nominating Committee, as can any other current or past Board of Trustees member. The Nominating Committee is encouraged to solicit advice from the current Board of Trustees President.

Nominating Committee members must have been Church members for a minimum of one year prior to serving on the Nominating Committee. Each Nominating Committee member serves for one year and may not serve consecutive terms. The Nominating Committee selects a chair from among its members.

ARTICLE X: THE MINISTER

Section 10.1: Ministerial Search Committee

A Search Committee is organized in the event that the Church seeks to call a minister. The Search Committee is elected by the membership at a meeting called for this purpose and consists of 5 church members. The Search Committee selects a chair from among its members and fulfills all the necessary duties in successfully calling a minister following Unitarian Universalist Association guidelines.

Section 10.2: Calling the Minister

The Search Committee presents a ministerial candidate to the membership. At a special meeting for the purpose of calling a minister, 80% of those voting members voting in person or by absentee ballot must approve a candidate for minister. The quorum for such a meeting is 60% of the voting members.

Section 10.3. Ministerial Qualifications

The minister shall have ministerial fellowship with the Unitarian Universalist Association of Congregations.

Section 10.4: Ministerial Responsibilities

The Minister has responsibility for the conduct of worship services and serves as spiritual leader and advisor to church members. The minister has freedom of the pulpit. The minister also has the freedom to express his or her opinions outside the pulpit, but not to represent the church without authorization from the Board or the membership. The Minister is an ex-officio, non-voting member of the Board and of such committees as the Board designates. The Minister serves under a letter of agreement updated annually by the Board of Trustees and approved by the Minister and the Board of Trustees.

Section 10.5: Dismissal/Resignation

By a simple majority vote at a special meeting for that purpose, the voting members of the Church may dismiss the Minister. The quorum for such a meeting is 60% of the voting membership. Written notices are to be provided following procedures as for a special business meeting.

In the case of dismissal, 90 days written notice must be given by the Board of Trustees, during which time the Board of Trustees may suspend any or all ministerial duties but not compensation as outlined in the letter of agreement.

In the case of resignation, 90 days written notice must be given by the Minister, during which time the full duties and compensation outlined in the letter of agreement continue unless mutually agreed by Minister and Board of Trustees.

ARTICLE XI: DISSOLUTION

Should the Church cease to function and the membership vote to disband (by a 30% quorum and simple majority vote), any assets of the church shall be transferred to the Unitarian Universalist Association for its general purposes. Such transfer will be made in full compliance with applicable laws.

ARTICLE XII: AMENDMENTS

These Bylaws, so far as allowed by law, may be amended or replaced at any annual or special business meeting of the church membership by a two-thirds (2/3) vote of the voting members present or absentee voters. Notice of such a meeting and the proposed changes are to be communicated at least 30 days prior to the meeting.

ARTICLE XIII: INDEMNIFICATION

The church shall indemnify any person who is or was an employee, agent, representative, or member of the Board against any liability asserted against such person and incurred in the course and scope of his or her duties or functions within the church to the maximum extent allowable by law, provided the person acted in good faith and did not engage in an act or omission that is intentional, willfully or wantonly negligent, or done with conscious indifference or reckless disregard for the safety of others. The provisions of this article shall not be deemed exclusive of any other rights to which such person may be entitled under any bylaw, agreement, insurance policy, vote of members or otherwise.

WRITTEN CONSENT OF DIRECTORS ADOPTING BYLAWS

We, the undersigned persons named as Trustees pursuant to the Articles of Incorporation of Unitarian Universalists of Santa Clarita Valley, a California nonprofit corporation, consent to, and do hereby adopt the foregoing Bylaws as the Bylaws of this corporation.

Dated: _____

_____, Trustee, President

_____, Trustee, Vice-President

_____, Trustee, Treasurer

_____, Trustee, Secretary

CERTIFICATE

This is to certify that the foregoing is a true and correct copy of the Bylaws of the corporation named in the title thereto and that such Bylaws were duly adopted by the Church Membership of said corporation on the date set forth below.

Dated: _____

_____, Secretary