

UUCB BY-LAWS

Adopted 6-10-12

I NAME

The name of this church is the Unitarian Universalist Church of Canandaigua. The name of this Church may not be used for the purposes of endorsement, advertising, etc. without the written permission of the Board of Trustees. No persons may speak on behalf of this church without the express permission of the Board of Trustees, except the ministers and the Board President; and all statements made on behalf of this church shall be consistent with the principles of Unitarian Universalism.

Social action projects involving the resources, responsibility and/or commitment of the church as a whole and undertaken in the name of the church by any group must have the prior approval of a two-thirds vote of those present and voting in a legally constituted congregational meeting. Public communication of the congregational action may be made by the Board of Trustees, in which case the report must include the numerical vote of the congregation.

Adoption of a social action position or authorization for public action to be taken in the name of the church as a whole, is subject to the same conditions stated in the previous paragraph as to voting and statement of the vote.

II AFFILIATION

This church is a member of and upholds the principles of the Unitarian Universalist Association.

III PURPOSE

The members of this Church unite to create a loving spiritual community

-that seeks out, nurtures, and gains strength from our diversity of thought, belief background, and life choices

- that accepts, supports, and encourages individuals of all ages and life conditions in their spiritual and intellectual growth.

- that works to obtain justice, freedom, and equality for all individuals and communities

- that cherishes our interdependence with the natural world and promotes respect for all living things

The members of this Church acknowledge and accept these goals as our shared responsibility to present to future generations.

IV MEMBERSHIP

Any person can become a member of the congregation who:

-supports the purpose of this church,

-is at least 14 years of age,

-has made, or whose household has made, a recorded financial contribution to this church during the previous 15 months,

-and signs the membership book in the presence of a Minister or Trustee.

Membership may be terminated by a member by written notice to the Secretary, or by the Board of Trustees for due cause.

V BOARD OF TRUSTEES

The Board of Trustees consists of seven Trustees. Trustees must be members of this church.

Two Trustees are elected for a term of three years and one Trustee is elected for a term of one year at each Annual Congregational Meeting. Trustees begin their term of office on July 1 following their election.

If a Trustee fails to complete the term of office, the Board of Trustees appoints a replacement to serve until the next Annual Congregational Meeting, at which time the members of this church elect a replacement to serve the balance of the predecessor's term. A Trustee other than the President may be removed by a two-thirds majority of Trustees present and voting at a meeting of the Board of Trustees or by a two-thirds majority of members present and voting at a Congregational Meeting.

The Board of Trustees is entrusted with these responsibilities:

To exercise leadership and vision in fulfilling the purpose of this church;

To administer the operational and financial affairs of this church;

To hold all meetings in accordance with these Bylaws;

To appoint all non-elective officers of this church;

To ensure the proper functioning of all program groups;

To appoint non-elective leaders of program groups;

To fill all vacancies in elective positions until the next Annual Congregational Meeting;

To oversee any ministerial search process in accordance with Section X

MINISTERS

To execute additional duties as may be authorized and directed by the Bylaws or the members of this church.

VI OFFICERS

The President and Vice-President of this church are elected by the congregation from the members of the Board of Trustees at the Annual Congregational Meeting following the election of the Trustees.

The President and Vice-President each serve for a term of one year to beginning on July 1 and the new Board's first Board Meeting shall be in July each year. It is intended that Board's year shall coincide with the Church's fiscal year.

If a President, Co-President or Vice-President fails to complete a term of office, the Board of Trustees appoints a replacement to serve until a congregational meeting is called to elect a replacement. The President or Vice-President may be removed by a two-thirds majority of members present and voting at a congregational meeting.

Each Officer of this church other than the President and Vice-President is appointed by the Board of Trustees and serves until the Board of Trustees appoints a replacement. The Officers of this church are the President, Vice-President, Treasurer, and Secretary.

However, the board may choose not to have a Secretary in any given year, provided the duties of the Secretary, as set forth in these Bylaws, are delegated to others. The duties of each officer are as follows:

The President serves as the presiding Officer at all church meetings and is the official representative of this church. In addition, the President is responsible for the proper functioning of the Board of Trustees in accordance with these Bylaws and delivering an annual report to the members of this church at the Annual Congregational Meeting

The Vice-President will be vested with the duties and authority of the President in the absence or disability of the President.

The Secretary is responsible for recording an accurate record of the proceedings of all Board of Trustees and Congregational meetings and for managing and maintaining a record of all formal church correspondence.

The Treasurer is responsible for the management of church funds as directed by the Board of Trustees.

If not elected as Trustees, the Secretary, Treasurer, and Minister(s), are non-voting, ex-officio members of the Board of Trustees.

VII MEETINGS

A regular meeting of the Board of Trustees will take place every month. Additional meetings may be held as required. Board of Trustees meetings require a quorum of four Trustees to conduct church business. Each board member is required to attend all meetings

If any board member has more than 3-4 absences from Board Meetings in any given church year, the Board may take whatever action it deems appropriate to ensure

proper functioning of the Board, including termination of that person's membership on the Board of Trustees, upon a removal vote as specified in section V, above.

The Annual Congregational Meeting will take place every June. The first orders of business at this meeting are:

- The delivery of the annual report by the President.
- The election of Trustees.
- The election of the new President and Vice-President.
- The adoption of an annual budget.

A Special Congregational Meeting may be called by the Board of Trustees or by the written petition of 10 members of this church. If called by written petition, the Board of Trustees must hold the Special Meeting for the purposes described in the petition within 30 days of the filing of the petition with the Secretary. If the Board deems that it is important, or if it is requested in the written petition, absentee ballots will be made available for voting at Special Congregational Meetings.

Notices stating the time, date, place, and purpose of all meetings must be sent by mail to each member at least ten days prior to each meeting.

The minutes of all congregational meetings must be posted upon approval in a prominent location for at least 30 days. The latest edition of Robert's Rules of Order applies to the conduct of church business at all meetings.

VIII VOTING

Each member is eligible to vote. All actions requiring congregational approval are decided by a majority vote of members present and voting at a congregational meeting, unless otherwise specified in these Bylaws. Any member may nominate a qualified candidate for an elective position. Elective position elections are decided by a plurality vote of members present and voting.

IX PROGRAM GROUPS

Program groups will change over time, taking different forms, such as ministries, committees, teams, groups. Program groups are charged to carry out the various activities of the congregation such as worship, religious education, membership, social justice, building and grounds, etc.

The Board will appoint the leader of each program group. These leaders are empowered to establish their own structures and strategies as long as those structures and strategies are in alignment with the charge given to the group by the board. . The Leaders must be members of the church. Membership in a program group shall be open to all church members and friends of the church. The board will annually establish the charge and duties for each program group and bi-annually review the program group's progress toward these charges and duties.

The board may request an annual report from each program group for the Annual Congregational meeting.

The Nominating Committee shall consist of two members who are elected by the congregation at the Annual Congregational Meeting

The members of the Nominating Committee shall choose a Chair from within their committee. The Nominating Committee is responsible for presenting a slate of candidates for all elected positions, including a Nominating Committee, at the next Annual Congregational Meeting.

X MINISTER

A minister may be called or removed by two-thirds majority of members present and voting at a congregational meeting, provided this vote was mentioned in the notice for the meeting. Each minister must sign a letter of agreement that sets forth the minister's responsibilities, compensation, and benefits. The letter of agreement must be approved by the Board of Trustees. Ministers of this church are free to express in the pulpit their ideas and opinions on any subject.

XI AMENDMENTS

Amendments to these Bylaws must be approved by two-thirds majority of members present and voting at a congregational meeting, provided this vote was mentioned in the notice for the meeting.

A proposed amendment must be presented to the members of this church for review no later than ten days before it is scheduled for vote.

XII DISSOLUTION

In the event of dissolution, and after payment of all necessary expenses of dissolution, all of the remaining property and assets of this Church will be transferred to one or more of the entities which qualify for exemption under either section 501(c)(3) of the Internal Revenue Code or Section 1116(a)(4) of the Tax Law. Specifically, the remaining assets and property shall be distributed to The Unitarian Universalist Association, a Unitarian Universalist Association District, a Unitarian Universalist Association member society, an associate member of the Unitarian Universalist Association, or an independent affiliate organization of the Unitarian Universalist Association, as determined by the UUCB Board. However, if none or these entities are qualified under 501(c)(3) or 1116(a)(4), then the assets shall be distributed to another organization (which does qualify under these sections) to be used in such manner as in the judgment of a Justice of the Supreme Court of the State of New York will best accomplish the general purposes for which this church was formed and will be most consistent with the principles of the Unitarian Universalist Association.

