

# Bylaws of the Unitarian Universalists of Petaluma

*As amended January 10, 2021*

## ARTICLE I. NAME

The name of this religious congregation shall be Unitarian Universalists of Petaluma (UUP).

## ARTICLE II. AFFILIATION

This congregation shall be a member of the Unitarian Universalist Association (UUA). It is the intention of this congregation to make annual financial contributions equal to its full “Fair Share” as determined by the UUA.

## ARTICLE III. PURPOSE

The purpose of this congregation is to provide a haven where members can share in a spiritually, culturally, and socially diverse local religious community. We envision a congregation that will be welcoming to all, that values the contributions of each member in shared ministry, and that actively promotes and models individual development of an ethical way of living and furthers the causes of social justice. We are intentionally intergenerational, and covenant to provide religious exploration and spiritual growth for children and adults.

UUP’s Mission is: Live Your Sacred, Act with Courage, Transform through Love.

The Unitarian Universalists of Petaluma are committed to providing an open-minded, embracing religious presence that examines, adopts and practices the “Seven Principles” and the “Living Tradition” of the UUA.

### *Seven Principles*

1. The inherent worth and dignity of every person.
2. Justice, equity and compassion in human relations.
3. Acceptance of one another and encouragement to spiritual growth in our congregations.
4. A free and responsible search for truth and meaning.
5. The right of conscience and the use of the democratic process within our congregations and in society at large.
6. The goal of world community with peace, liberty and justice for all.
7. Respect for the interdependent web of all existence of which we are a part.

## ***The Living Tradition***

The living tradition Unitarian Universalists share draws from many sources:

1. Direct experience of that transcending mystery and wonder, affirmed in all cultures, which moves us to a renewal of the spirit and an openness to the forces which create and uphold life.
2. Words and deeds of prophetic women and men which challenge us to confront powers and structures of evil with justice, compassion, and the transforming power of love.
3. Wisdom from the world's religions which inspires us in our ethical and spiritual life.
4. Jewish and Christian teachings which call us to respond to God's love by loving our neighbors as ourselves.
5. Humanist teachings which counsel us to heed the guidance of reason and the results of science, and warn us against idolatries of the mind and spirit.
6. Spiritual teachings of Earth-centered traditions which celebrate the sacred circle of life and instruct us to live in harmony with the rhythms of nature.

## **ARTICLE IV. NONDISCRIMINATION**

UUP does not discriminate in its membership, in the calling of a minister, in hiring practices, in its governance, in its activities, or in the use of its facilities on the basis of race, color, age, sex, gender identity and/or expression, sexual and/or affectional orientation, ethnic or national origin, social status, economic status, marital status, veteran status, or disability. UUP is an official "Welcoming Congregation" as designated by the UUA and is committed to ongoing training and evolution on anti-racist and other social justice areas of importance.

## **ARTICLE V. MEMBERSHIP**

### Member:

A member is a person who has signed the membership book in the presence of a Trustee or minister after participating in new member orientation as outlined in Board policy. Through such signing the member enters into a covenant with the members of the congregation to use the Unitarian Universalist Association's Principles and Purposes as guiding values in their lives. Furthermore, they act in accordance with the UUP's Mission, Purpose and Covenant, as defined in the Board policy.

All members shall annually make a pledge of money (commensurate with their ability) and time committed to sustaining our congregation.

All members who are sixteen years or older and who have been a member for at least 30 days may vote.

### Pledging Friends:

A pledging friend is committed to supporting UUP but for their own reasons do not officially become a member of the congregation. Accordingly, while they may attend service and all other congregational activities they do not have the right to vote.

### Accounting of Membership

A member's name shall be removed from the Membership Roll in case of:

1. the member's death;
2. written request by the member;
3. a period of inactivity of over a year; or
4. removal by a two-thirds (2/3) vote of the Board for actions that threaten the well-being of the Congregation per the Disruptive Behavior Policy.

## **ARTICLE VI. MEETINGS**

The dates of congregational business meetings shall be determined by the Board of Trustees. The annual business meeting shall be held each year in late spring at such time and place as shall be fixed by the Board. Additional congregational meetings shall be called by the Board at the written request of ten or more members.

When decisions are made regarding the purchase or sale of property, or the calling or dismissal of a minister, a quorum of thirty percent of the voting membership will be required. Such decisions will require a 2/3 vote.

The Board of Trustees shall set the agenda for the annual meeting. Members requesting agenda items for annual meetings shall notify the Board President(s) at least twenty (20) days prior to the meeting. At the annual business meeting, voting members shall:

1. Elect Board Members and the Nominating Committee
2. Adopt a budget
3. Transact other business as outlined in the agenda

The business to be transacted at all meetings shall be set forth in the notice of the meeting, which will be sent to all members by written means at least fifteen (15) days prior to the meeting. Decisions will be made upon a simple majority vote of those present and voting at the in-person or virtual business meeting, unless noted otherwise in these Bylaws.

## ARTICLE VII: GOVERNANCE

UUP shall be governed by its members.

### A. BOARD OF TRUSTEES

The elected Board of Trustees (Board) is the principal policy forming and administrative body of the Congregation. The Board of Trustees is the fiduciary agent of the congregation. The Board has full authority and responsibility, except as limited by these Bylaws, to act on the business and programs of the Congregation.

The duties of the Board include but are not limited to:

1. Developing a fiscally responsible Annual Budget for approval by the Congregation;
2. Maintaining Membership records;
3. Administering UUP finances;
4. Defining committee structure;
5. Employing non-ministerial staff;
6. Supervising the Minister;
7. Maintaining a strong Religious Exploration program;
8. Maintaining all UUP real and personal property;
9. Mediating congregational disputes in consultation with the Minister;
10. Delegating representatives to the UUA General Assembly;
11. Developing and maintaining Board Policies consistent with these Bylaws.

The Board may designate a lesser number of Board members to serve as an Executive or ad Hoc Committee of the Board for a particular purpose.

1. Composition

The Board shall be composed of at least five, but no more than nine members. Any person who has been a voting member the congregation for at least one year may serve as a Trustee. The term of office is three years. A Trustee may not serve more than two consecutive terms. Terms of office shall align with the fiscal year and be staggered. Trustees shall be nominated by the Nominating Committee or self-nominate and be elected by a majority of voting members at the Annual Congregational Meeting. A Trustees' term shall begin on July 1 of the year in which the Trustee is elected.

2. Vacancy

Any vacancy occurring in the Board of Trustees shall be filled by a majority vote of the Board after consultation with the Nominating Committee. Any Trustee appointed to fill a vacancy shall serve until the next occurring Annual Meeting, at which time any such position(s) shall be filled by a vote of the Congregation. Trustees may resign at any time by delivering written notice to the Board President(s). Trustees may be removed by two-thirds (2/3) vote of the Board for breach of trust, lack of attendance at 3 or more

consecutive regularly scheduled meetings, failure to attend to assigned duties, or gross misconduct.

3. Ex-Officio Members

The Minister shall serve as an ex-officio member of the Board.

4. Officers

Officers shall be selected by the members of the Board. The board may choose to elect two Co-Presidents or a President/Vice President.

- The President (or Co-Presidents) shall be the presiding officer(s) of the Congregation and Board of Trustees and shall coordinate the administrative functions of the Congregation and shall represent the Church on all appropriate occasions.
- The Vice President may act in the absence of or at the request of the President, at which time they shall have all powers and functions applicable to the President. In addition, the Vice President shall perform such functions and duties as may be specified by board policy.
- The Secretary shall have general charge of and responsibility for all non-financial records of the Church and shall keep accurate minutes of all meetings of the Congregation, Board, and any Executive Committee. The Secretary shall maintain records of membership in the Church and the voting eligibility of the members. The Secretary shall keep the Congregation informed of the actions of the Board and any Executive Committee per board policy. The Secretary shall keep track of terms served by Board and Nominating Committee Members. The Secretary shall notify The Board and Nominating Committee at least 6 months prior to a Trustee or members term expiration.
- The Treasurer may be a Trustee or serve in an advisory capacity to the Board. The Treasurer is a fiduciary agent of the Congregation, and shall receive and disburse moneys and securities entrusted to the Congregation, shall keep a complete and accurate account of the finances of the Congregation, and render written financial reports as require by the Board. The Treasurer shall prepare an annual statement at the close of each fiscal year for presentation to the Congregation at the Annual Meeting.

5. Meetings

Regular meetings of the Board of Trustees shall be held at a location and on dates and times established by the Board and shall be open to all member of the congregation. Provision shall be made at meetings for non-Board members to address the Board. The Board may meet in executive session only to discuss personnel matters or to receive legal advice, but any decisions must be made in open session. Notes of executive sessions shall be maintained by the Board but not published. Board business may be conducted in person, at virtual meetings, or by electronic means. Board decisions made by email or

other means not accessible to the Congregation shall be ratified and recorded at the next regular occurring Board meeting.

6. Quorum

In order to conduct normal business a quorum consisting of one half of currently serving Trustees must be present. A simple majority vote of Trustees present is required to carry a motion. In matters involving the Minister or real property a quorum of two thirds of currently serving Trustees must be present, with a vote of two thirds of Trustees present to carry a motion.

B. NOMINATING COMMITTEE

The Nominating Committee shall consist of a minimum of three voting members who shall be elected at the annual congregational meeting for a term of two years. The Nominating Committee nominates candidates to fill upcoming positions on the Board of Trustees and the Nominating Committee. The Nominating Committee shall put forth a call for volunteers one month prior to the Annual Meeting. The Nominating Committee vets candidates and proposes them for approval by the Congregation at the Annual Meeting. The Nominating Committee may also vet and propose suitable candidates for other positions as requested by the Board including candidates to fill vacant positions prior to Annual Meetings. Any person who has been a voting member of UUP for at least one year may serve on the committee, except a current Trustee. Any vacancy on the Nominating Committee may be filled by the Nominating Committee subject to ratification by the Congregation at the annual meeting.

**ARTICLE VIII. MINISTRY**

The congregation may decide to begin a search process for Minister(s) by a majority vote of the members at a duly called Congregational meeting. Upon an affirmative vote, the Board shall organize and instruct a Ministerial Search Committee to conduct the search process per the membership's mandates.

The duties of the Minister shall be as prescribed by the Board of Trustees as informed by the congregation. In general, the Minister shall have responsibility for the conduct of worship services (in collaboration with the Worship Committee) and serve as spiritual leader and advisor to the members in accordance with the established purpose of the congregation. The Minister shall be a member in good standing of the Unitarian Universalist Ministers Association (UUMA) and subject to the UUMA's Guidelines and Code of Professional Conduct. The minister shall have freedom of the pulpit, and also have the freedom to express their opinions outside of the pulpit, but not to represent the congregation without authorization from the Board or the Membership. The Minister is an ex-officio and non-voting member of the Board of Trustees and of all committees except the Nominating Committee of which they are not a member. The Minister

shall bring to the attention of the Board of Trustees any matters which seem to be pertinent to the general welfare of the Congregation, and shall advise the Board with reference to congregational policy, but the final decisions remain with the Board as set forth in these Bylaws and as directed by Congregational Meetings. The Board of Trustees will employ the Minister under written contract which clearly stipulates the duties, compensation, performance evaluations and other conditions of employment.

#### **ARTICLE IX. AMENDMENTS**

These articles, as far as allowed by law, may be amended or replaced at any in-person or virtual meeting of the congregation by a two-thirds vote of those present and voting. Notice of any proposed changes shall be contained in the notice of the meeting sent by written means to all members.

Prior revisions:

June 22, 2020