

**BYLAWS
OF
THE UNITARIAN UNIVERSALIST CONGREGATION OF WHIDBEY ISLAND**

As amended and approved by the congregation on June 5, 2011

ARTICLE I - ORGANIZATION

- Section 1 The name of the organization shall be The Unitarian Universalist Congregation of Whidbey Island (hereinafter called the Congregation).
- Section 2 The Congregation is a religious corporation, organized and existing under the laws of the State of Washington.
- Section 3 The fiscal year of the Congregation shall begin July 1.
- Section 4 The Congregation affirms, promotes, and celebrates the participation of all practices, and the calling of religious professionals, without regard to race, color, sex, disability, affectional or sexual orientation, ethnicity, national origin, age, or socioeconomic status.

ARTICLE II - PURPOSE

The purpose of this Congregation is to foster liberal religious living through worship, study, service and fellowship. Love is the spirit of this Congregation and service is its practice. This our great covenant: to dwell together in peace, to seek the truth in love, and to help one another.

ARTICLE III - DENOMINATIONAL AFFILIATION

The Congregation shall be a member of the Unitarian Universalist Association, The Pacific Northwest District of the Unitarian Universalist Association and the Puget Sound Unitarian Universalist Council. It is the intention of this Congregation to make annual financial contributions equal to its full fair share as determined by the Association, the District and the Council.

ARTICLE IV - MEMBERSHIP

- Section 1. Membership. Any person, 16 years or older, who is in sympathy with the PURPOSE of this Congregation and Unitarian Universalist principles, who indicates his/her religious commitment and financial stewardship with a signed pledge card and who attends a new member orientation program shall become a member upon signing of the membership book. Attendance at the orientation program may be waived by the chairperson of the membership committee or the minister. No person shall be denied membership who cannot afford to make a monetary contribution and so indicates on a current pledge form.
- Section 2. Privileges, Persons who have been members at least 60 days may vote in congregational or committee meetings, serve on the Board of Trustees (hereinafter called the Board), Nominating committee, or Search committee, or chair a committee, provided that all members of the Board shall have reached the age of majority to be eligible to vote at board meetings.
- Section 3. Retaining Membership. In order to retain membership, each member must honor his/her spiritual and monetary commitment to the Congregation by signing a new pledge card by the start of the fiscal year. In addition, a member must honor his/her pledge annually, bearing in mind that the pledge may be modified on account of financial hardship upon written notification to the Treasurer. Each member shall be contacted during the Annual Canvass.
- Section 4. Withdrawal of Membership. A member may withdraw from membership upon his/her request. If a member fails to retain membership as described in Section 3, it shall be considered that she/he has withdrawn from membership.
- Section 5. Roster. The Treasurer, in consultation with the Chairperson of the Membership Committee, shall be responsible for an accurate membership roster.
- Section 6. Removal. A person may be removed from membership for good and serious cause upon an affirmative vote of at least two-thirds (2/3) of all members of the Board of Trustees. Before the Board votes on such a matter it shall give the person involved at least fifteen days advance written notice that provides the reasons for the proposed action together with an opportunity to be heard by the Board. The Board may reinstate a member who has been terminated.

ARTICLE V - CONGREGATIONAL MEETINGS

- Section 1 An annual meeting of the Congregation (the Annual Meeting) shall be held in May or June as designated by the Board. The business to be transacted at this meeting shall include election of Trustees, Officers, and members of the Nominating Committee, adoption of a budget for the ensuing fiscal year, and such other business as may be needed.
- Section 2 Other congregational meetings needed to conduct the business of the Congregation throughout the year shall be called by the Board or by a written petition of ten (10) or more members.
- Section 3 The business to be transacted at any congregational meeting shall be set forth in a Notice of Meeting which shall be published at least 14 days prior to the meeting.
- Section 4 Except as specified elsewhere in these Bylaws, thirty percent (30%) of the membership shall constitute a quorum.
- Section 5 Except as specified elsewhere in these Bylaws, an affirmative vote of a simple majority of those members present shall be required to pass a motion.
- Section 6 In addition to those items specified in Section 1, above, an affirmative vote at a congregational meeting is required for approval of decisions that include, but are not limited to, the following:
- a. making any major changes to the adopted budget.
 - b. making any major changes to the Long Range Plan.
 - c. buying, selling, leasing for more than one year, encumbering, or otherwise disposing of real property
 - d. electing a Search Committee
 - f. amending these bylaws
 - e. calling or dismissing a minister.

ARTICLE VI - THE BOARD: TRUSTEES AND OFFICERS

- Section 1 Composition: The Board shall consist of seven (7) members of the Congregation, four (4) of whom shall be Trustees and three (3) of whom shall be officers—president, vice president, and treasurer. Board membership should reflect the diversity of the Congregation. The secretary shall be selected from among the Trustees.
- Section 2 Terms: Terms for trustees shall be three (3) years and staggered. The trustees can serve two successive terms prior to leaving office. Terms for officers shall be one (1) year with the possibility of serving two consecutive terms in the same office. Continuous service on the Board shall be limited to six (6) years, accumulated in any combination of service in the roles of trustee or officer. After leaving the Board, Trustees and officers shall not serve on the Board again for one (1) year. The terms of retiring Board members shall end and the terms of newly elected Board members shall begin halfway through the regularly scheduled June Board meeting.
- Section 3 Vacancy: When a vacancy occurs on the Board, it shall be filled by a member of the Congregation appointed by the Board until the next Annual Meeting. At that time a replacement shall be elected, according to the procedures in Article VII, and shall hold office for the remainder of the term. Filling a remaining term of one year or less shall not affect reelection as indicated in Section 2 above.
- Section 4 Resignation: A Board member may resign from the Board at his/her request. Failure to attend three (3) consecutive meetings of the Board, shall be considered resignation, except in the case of illness or leave of absence granted by the Board.
- Section 5 A quorum at meetings of the Board shall be four (4) members.
- Section 6 A Lay-Leader may be elected by the membership at a congregational meeting for a one-year term. The Lay-Leader shall be an ex-officio member of the Board, without a vote. The duties of the Lay-Leader, within reasonable limits and available time, shall be determined by the Board.

ARTICLE VII - ELECTIONS

- Section 1 Election of Trustees, Officers, and members of the Nominating Committee shall take place at the Annual Meeting and shall require, for election, a majority vote of those members present.
- Section 2 Candidates for the Board and the Nominating Committee shall be nominated by the Nominating Committee or by petition of ten (10) or more members. Names of all nominees so nominated, along with background information, shall be published in a Notice of Meeting. Candidates may also be nominated from the floor at the time of the election. Any nomination must be with the consent of the person nominated.
- Section 3 Members of the Board or Nominating Committee shall be elected by written ballot in all cases where there are more candidates than positions to be filled.
- Section 4 The Nominating Committee shall consist of three (3) members of the Congregation who are not on the Board, plus one ex-officio, non-voting liaison from the Board. Terms for members of the Nominating Committee shall be one-year. Their job shall be to find candidates to fill vacancies of the Board and to nominate candidates to be elected to the next Nominating Committee. A vacancy on the Nominating Committee shall be filled by a member of the Congregation appointed by the Board. No member may serve more than two (2) consecutive terms on the nominating committee.
- Section 5 By July 1 of each year, the Nominating Committee shall meet and elect a chairperson from among its members.

ARTICLE VIII - DUTIES OF THE BOARD

- Section 1 The Board shall act as a policy setting body and shall take action as required to administer the affairs of the Congregation. The Board shall see to it that an annual budget is prepared for consideration and adoption by the members of the Congregation. The Board shall establish any standing committees and shall approve any ad-hoc committees and approve the responsibilities of both.
- Section 2 The Board of Trustees shall administer the real property of the Congregation for the use and benefit of the Congregation, with the restrictions as outlined in Article V, Section 6-c.
- Section 3 The Board of Trustees shall approve all contracts with employees of the Congregation, independent contractors serving the congregation and the Minister. The Board may delegate this authority as necessary to facilitate the work of the Congregation.
- Section 4 By the June Meeting, the Board shall appoint members of the Board as liaisons to the standing committees and shall appoint a person to consult with and assist the Treasurer as needed
- Section 5 The Vice President shall act in place of the president in the event of the absense of the president and shall serve on the Finance Committee.
- Section 6 The President shall preside at all meetings of the Board and the Congregation, and shall represent the Congregation on all appropriate occasions. She/he shall have authority to sign on behalf of the Congregation any contract or other legal instruments that the Board has authorized to be executed. She/he shall perform other functions and duties as may be specified by the Board and such other duties as usually appertain to the office.
- Section 7 The Board of Trustees shall meet at least ten (10) months a year at times and places to be determined by it
- Section 8 The Secretary shall ensure that proper records of the Congregation and Board are maintained (including minutes of congregational and Board meetings), that proceedings of the Board are regularly reported to the Congregation, and that Notices of Meeting are properly published prior to congregational meetings; and shall perform other duties specified by the Board.
- Section 9 The Treasurer shall ensure that all funds of the Congregation are held in safe custody; that an account of all receipts, expenditures, and pledges is kept, that bills approved by the Board or a committee established or approved by it are paid, that state and federal financial reports are prepared and filed as required by law, and that a current financial statement of the Congregation is prepared for the Annual Meeting, each regularly scheduled Board meeting, and such other meetings specified by the Board.

ARTICLE IX - MINISTER

- Section 1 The minister shall be responsible for the conduct of worship within the Congregation and for the Congregation's spiritual interests and affairs. The minister shall have freedom of the pulpit as well as freedom to express his/her opinion outside the pulpit.
- Section 2 The minister shall be an ex-officio, non-voting member of the Board and of such committees as the Board shall designate.
- Section 3 A minister expected to serve on a half-time or less basis may be called, upon recommendation of the Ministerial Search Committee, by a two-thirds (2/3) majority of the Congregation present at any meeting legally called for the purpose. A four-fifths (4/5) majority of the Congregation present at a legally constituted meeting shall be required to call a minister expected to serve on a more than a half-time basis. Quorum for a meeting to call a minister is to be constituted by forty percent (40 %) of the members rather than thirty percent (30 %) as called for in Article V.
- Section 4 The tenure of a called minister shall be indefinite, provided that the Congregation retains the right to annually approve the amount of compensation budgeted for the position and the minister may be dismissed by a majority vote of the members of the Congregation present at any meeting legally called for the purpose; quorum for such a meeting to be constituted by forty percent (40 %) of the members rather than thirty percent (30%) as called for in Article V.
- Section 5 In the event of a vacancy in the ministry the Board may hire an interim minister provided that the tenure of an interim minister shall not exceed 6 months without congregational approval pursuant to Section 3 of this Article.

ARTICLE X - COMMITTEES AND AUXILIARY ORGANIZATIONS

- Section 1 All committees and auxiliary groups shall work with and be subject to the approval and control of the Board.
- Section 2 Any committee or auxiliary group of the Congregation arriving at a statement of attitude on social or political action that is to be announced publicly shall announce the statement as coming from said committee or auxiliary group and not from the Congregation as such. The Board shall be informed of all such statements prior to their being publicly announced.

ARTICLE XI - AMENDMENTS

- Section 1 These bylaws may be amended at any congregational meeting, provided that the wording of the proposed amendment has been included in the Notice of Meeting.
- Section 2 Adoption of an amendment to these Bylaws shall be governed by provisions of Article V.

ARTICLE XII - ROBERT'S RULES OF ORDER

The rules contained in Robert's Rules of Order shall govern the Congregation in cases where they are appropriate, and where they are not inconsistent with the bylaws or special rules of order of this Congregation.

ARTICLE XIII - DISSOLUTION

In the event of the dissolution of the congregation, all outstanding debts shall be paid and the remaining assets, both real and personal, and including all property heretofore and hereinafter donated to said congregation, shall become the property of the Unitarian Universalist Association, 25 Beacon Street, Boston, Massachusetts, or its successor, subject to all applicable laws.