

**By-Laws**  
Of the Unitarian Universalist Fellowship of Fredericksburg  
(as amended May 18, 2014)

**ARTICLE I - Name**

The name of this religious, spiritual, and philosophical society shall be the Unitarian Universalist Fellowship of Fredericksburg.

**ARTICLE II - Purpose**

Belief in the inherent dignity of each person being central to Unitarian Universalism, the purpose of this Fellowship is to promote individual freedom of belief, discipleship to advancing truth, the democratic process in human relations, and humankind undivided by nation, race, or creed. This congregation affirms and promotes the full participation of persons in all our activities and endeavors; including membership, programming, hiring practices, and the calling of religious professionals; without regard to race, color, gender, physical or mental challenge, views on religion, affectional or sexual orientation, age, class, or national origin.

**ARTICLE III - Membership**

Any person who is willing to support the purpose of the Fellowship may seek membership. The criteria for membership are as follows:

1. Has reached sixteen (16) years of age;
2. Has discussed membership with a person or group or completed a class designated by the Membership Committee;
3. Has signed the Membership Book; and
4. Has made the minimum annual financial contribution of record, established annually by the Board, within the previous or current fiscal year; the contribution may be waived annually by the Board upon recommendation by the Minister.

Members have all the privileges and responsibilities of the Fellowship; they may vote, hold office, and chair committees. The Board shall review the membership rolls annually to certify the status of the entire membership. Upon recommendation of the Membership Committee a person may be deleted from membership because of death, departure, or request of the individual.

**ARTICLE IV - Denominational Affairs**

This Fellowship shall be a member of the Unitarian Universalist Association and of the Southeast District of the UUA.

**ARTICLE V - Meetings**

**Annual Meeting.** The annual meeting shall be held in the spring of each year at such time and place as shall be fixed by the Board.

**Special Meetings.** Special meetings of the Fellowship may be called by the Board, and shall take place no less than ten, and no more than fifty, days after the call for such meeting. The Board shall call a special meeting upon the petition of ten percent of the members. No business can be transacted at a special meeting other than that for which it was called, as stated in the call to the meeting.

**Motions.** Motions at annual and special meetings shall be passed upon majority vote of those members and proxies present and voting, and by a count of absentee ballots.

**Quorum.** The quorum for annual and special meetings, counting attendees, signed proxies (where no more than one proxy may be assigned to a member) and absentee ballots in hand at the start of the meeting, shall be at least 33% of the Members of the Fellowship.

**Governance of Meetings.** Unless otherwise provided by law, these Bylaws, or the Bylaws and rules of the UUA or Southeast District, the rules of procedures governing meetings shall be those of Robert's Rules of Order, as revised from time to time.

**ARTICLE VI - Board of Trustees**

**Board of Trustees Membership.** The Board of Trustees (Board) shall consist of nine Members of the Fellowship, elected at the annual meeting to staggered terms of three years each, with three members elected each year. Trustees may not succeed themselves, but after one year's absence from the Board may stand for election. A trustee who is completing a term of two years or less may be re-elected to a full three-year term. If a vacancy occurs in the Board's membership, it will be filled

in the interim by appointment of the Board until the next annual meeting, when a Trustee will be elected in a special election for the remainder of the unexpired term. The Board of Trustees may remove a Trustee for cause by a vote of at least two-thirds of the Trustees.

Duties and Meetings. The Board shall have general supervision and direction of the affairs of the Fellowship, and is empowered to establish policies and procedures for the operation of the Fellowship. A quorum of the Board shall consist of six Trustees. Board meetings shall be open, except when the Board votes to meet in executive session for the following purposes: to discuss personnel issues, pending litigation or real estate purchases or other instances where public disclosure could jeopardize the best interests of the Fellowship. Any final decision of any such session must be included in the minutes.

Officers. The Board shall elect its own officers for each fiscal year, consisting of President, Vice President, and Secretary. The new Board shall elect its officers before the beginning of the new fiscal year at a meeting called by the outgoing president. An officer may be recalled by a two-thirds vote of the Board. Duties of the officers will be specified in the Policies and Procedures Handbook of the Fellowship.

Appointments by the Board.

Auditor. The Board shall appoint an Auditor, recommended by the Finance Committee, to review the financial records of each fiscal year. The audit findings will be presented to the Board by the end of the first quarter of each fiscal year.

Commonwealth Trustees. The Board shall appoint at least three members of the Fellowship annually to serve as the Commonwealth Trustees for the purpose of executing legal and financial matters as required by law.

Ad Hoc Committees. The Board is authorized to appoint ad hoc committees, but such committees will expire at the end of the fiscal year in which they were appointed.

Treasurer. The Treasurer of the Fellowship will be appointed by the Board each year and may be reappointed annually. The Treasurer will report directly to the Board. The Treasurer need not be a member of the Fellowship.

ARTICLE VII - Nominating Committee Membership. There shall be a Nominating Committee composed of five members of the Fellowship, three of whom shall be elected at each annual meeting. A fourth member will be the chairperson of the previous year's Nominating Committee and the fifth member will be appointed by the Board at its first regular meeting following the annual meeting. The Nominating Committee will choose its own chairperson from among the members elected at the annual meeting. Vacancies on the Nominating Committee shall be filled by appointment of the Board.

Duties. The Nominating Committee shall present a slate of candidates for all expiring Trustee and Nominating Committee positions, which will be included in the advance notice of the annual meeting. Nominations may also be made from the floor of the annual meeting. All nominations are contingent upon the consent of the nominees.

ARTICLE VIII - Fiscal Year  
The Fellowship's Fiscal Year shall begin July 1<sup>st</sup> and end the following June 30<sup>th</sup>.

Annual Budget. The Board shall send a recommended budget to the Fellowship for approval with the call to the annual meeting. The final budget must be approved by the Fellowship. The budget shall consist of the anticipated revenues and planned expenses for various committees of the Fellowship, including expenses and compensation for operating the office, building facilities, and Fellowship employees.

Management of Funds. The Board shall develop and maintain a written financial management system. This system will include, but will not be limited to, procedures for the collection and disbursement of funds upon proper authorization.

Changes Between Annual Meetings. The Board shall have the authority to adjust the budget as a result of revenue surplus and/or shortfalls.

ARTICLE IX - Standing Committees  
The Fellowship shall have Standing Committees, each with a chairperson picked by its members, or appointed by the President if there is no choice by the committee members. All chairs of standing committees shall be members of the Fellowship. The Minister shall be an ex officio member of all committees.

Building and Grounds Committee shall be responsible for general upkeep and maintenance of the Fellowship buildings and grounds.

Community Action Committee shall be responsible for bringing to the Fellowship current matters of social concern within the local, national, and world community and shall be responsible for recommending Fellowship action with an emphasis on direct services.

Comprehensive Affairs Committee shall educate other standing and ad hoc committees, develop processes for transition activities, and facilitate Fellowship projects, which require a comprehensive approach.

Denominational Affairs Committee shall be responsible for maintaining communications with the UUA. The Committee shall be responsible for providing representation in activities and meetings at the national, district, and cluster group levels.

Finance Committee shall be responsible for the annual Stewardship Campaign, fundraising and investments of the Fellowship's Reserve Fund. The Committee shall also be responsible for submission of the annual budget recommendations to the Board. The Committee chair shall delegate such duties to sub-committees as needed.

Friendship Committee shall be responsible for arranging the Friendship Committee's social events, and sometimes assisting others with their social events; stocking the kitchen with food service supplies; and monitoring the use of the kitchen.

Membership Committee shall be responsible for membership matters, including the keeping of the official Membership Book of the Fellowship.

Music Committee shall be responsible for music in support of Sunday services and other events, to include accompaniment of congregational singing, arrangement of musical programs or performances, advising in the selection of music for services and programs, facilitating and encouraging the use of music in the Fellowship's activities, and the acquisition and

maintenance of musical equipment and materials.

Religious Education Committee shall be responsible for all religious education, including youth and adult programs.

Social Justice Committee shall promote Unitarian Universalist principles of social justice in civic affairs through education, witness, and advocacy for long-term systemic change in our Fellowship and in the greater community.

Sunday Services Committee shall be responsible for arranging Sunday services; assisting the Minister as needed; arranging for speakers or presenters (whether members of the fellowship or not) as needed to provide services instead of the minister; and arranging any other lay-led services.

Council of Standing Committees. The chairpersons or representatives of the standing committees shall serve on a Council of Standing Committees, which will meet as necessary to coordinate activities and /or to make recommendations to the Board. This Council will be chaired by the Vice President or other Trustee appointed by the Board of Trustees.

#### ARTICLE X - Amendments

These bylaws, so far as allowed by law, may be amended or repealed at any meeting of the Fellowship by a two-thirds vote of those Members present and voting, provided that a draft of the proposed change has been given to each member in writing not less than thirty days before the meeting which acts upon it.

#### ARTICLE XI - The Ministry

Minister. The Minister shall be responsible for the conduct of worship and for the guidance of the congregation's spiritual interests and affairs.

Calling or Dismissal. A ministerial candidate shall be called, or an incumbent minister shall be dismissed, upon recommendation by the Board, by a four-fifths majority of the Members of the Fellowship present and voting at any meeting legally called for this purpose.

Committee on Ministry shall serve to strengthen the quality of congregational ministry. The Committee shall understand the Fellowship's vision of shared ministry and interpret this to the congregation, enhance relations between the Minister and congregation by facilitating dialogue, support the Minister by being available for counsel, consult with the Minister to submit compensation and professional development recommendations to the Board, and report annually to the Board on the work of the Committee. The Committee shall be comprised of three Fellowship Members serving staggered three-year terms. Each new member shall be chosen by the Board from a list of three candidates supplied by the Minister. The chair shall be elected by the Committee members.

ARTICLE XII - Dissolution of Local Society Should this society cease to function or the membership vote to disband, any assets of the society will be transferred to the Unitarian Universalist Association for its general purposes, this transfer to be made in full compliance with whatever laws are applicable.

ARTICLE XIII - Human Resources Committee The Human Resources Committee shall be responsible for coordination of policy and procedure related to human resources issues in accordance with the Human Resources Manual. This three person Committee is appointed by the Board of Trustees to staggered three-year terms and reports directly to the Board of Trustees.

*Please refer to our UUFF Policies and Procedures to obtain the detailed information that support our bylaws.*