

# Bylaws of the Marquette Unitarian Universalist Congregation

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## **Article I: Name**

The name of this organization is the Marquette Unitarian Universalist Congregation (MqtUU).

## **Article II: Purpose**

This congregation exists to serve the human needs of its members and friends, to stimulate individual development of a positive and ethical philosophy of life, and to provide a common shelter for everyone's personal growth.

## **Article III: Congregational Principles**

We subscribe to the Unitarian Universalist Association's covenant to affirm and promote the inherent worth and dignity of every person; justice, equity, and compassion in human relations; acceptance of one another and encouragement to spiritual growth in our congregation; a free and responsible search for truth and meaning; the right of conscience and democratic process within our congregation and in society at large; the goal of a world community with peace, liberty, and justice for all; and respect for the interdependent web of all existence of which we are a part.

## **Article IV: Membership.**

1. Any person 16 years of age or over who (1) concurs with Article III, (2) signs the membership roll with a trustee of the board as witness, (3) makes a written pledge of financial support, and (4) makes a payment in any amount toward that pledge, becomes a member of the congregation for the fiscal year for which the member made the pledge.
2. Only those who have satisfied the criteria for membership as defined in Article IV.1 have voting privileges in Congregational matters.
  - a. Payments made in a fiscal year before pledging are applied retroactively to the pledge for that fiscal year.
  - b. Voting privileges are effective 7 days after meeting the requirements of membership.
  - c. Membership and voting privileges expire at the end of each fiscal year.
3. Any member may relinquish membership by written notice.

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4. Membership is renewed as follows:

- a. For Article IV.2.c: Make a written pledge of financial support and make a payment in any amount toward that pledge. The 7-day period of Article IV.2.b does not apply.
- b. For those whose membership and voting privileges expire for any other reasons, follow the procedures in article IV.I.

5. The Board of Trustees may limit a congregation member's participation or suspend, revoke or reinstate membership privileges with a vote of 80 percent or more of the Board of Trustees is required for such member action.

## **Article V: Fiscal Year and Meetings**

### A. Fiscal Year

1. The fiscal year of the Congregation shall commence on July 1<sup>st</sup> of each year and end on June 30<sup>th</sup> of each year.

### B. Annual Meeting

1. An Annual Business Meeting of the Congregation shall be held in May at a time and place that the Board of Trustees determines.

2. Forty (40) percent of the voting members shall constitute a quorum for meetings of the Congregation. All votes at such meetings will be decided by a simple majority, except as stated below or elsewhere in these bylaws.

- a. A majority at a Board or a Congregational meeting may designate items/issues requiring more than a simple majority for passage.

3. The Trustees will provide a tentative agenda for each business meeting to all members 15 days prior to the meeting, by e-mail or postal mail. The notice will include ballot issues (including but not limited to changes to the bylaws and the names of nominees for the board, if any).

4. The annual budget shall be adopted and written reports from standing and special committees shall be presented to the Congregation.

5. At the annual meeting the Nominating Official or Committee shall present a slate of candidates to fill vacant board position. The nominating official/committee shall provide the names of new Board candidates to the Board by April 15, or at least one month prior to the annual business meeting for that year. Also see item VI(C)5.d below.

6. Any voting member may nominate Board candidates from the floor at the annual meeting, but those so nominated must agree to serve if elected or the nomination is invalid.

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7. Absentee Ballots will be accepted after a quorum has been reached.
  - a. Voting members may submit absentee ballots for agenda items requiring votes by the Congregation, with the exception of the election of Board members.
  - b. Absentee ballots will be received by the following methods:
    - i. Postal mail to P.O. Box 687, Marquette, MI 49855
    - ii. e-Mail to [admin@mqtuu.org](mailto:admin@mqtuu.org)
    - iii. telephone – a phone number or numbers will be provided with ballots.

## C. Monthly Board of Trustees Meetings

1. The Board of Trustees will hold at least one scheduled meeting per month and shall set forth an annual calendar of meeting dates by August of each year. Changes to scheduled meeting dates will be published and announced at the earliest opportunity for congregational awareness.
2. The Board will provide a tentative agenda for each business meeting to all members 10 days prior to the meeting, by e-mail or postal mail.

## D. Special and Committee Meetings

1. Special meetings of the church may be called by approval of a majority of the Board of Trustees.
2. Other special meetings must be called by the President upon petition of members of the church.
  - a. Voting member may request a special business meeting in writing at any time.
  - b. The Trustees may hold requested special meetings, at their discretion, if a quorum is available.
3. Notice of all special meetings shall be given by written communication to all members at least 10 days in advance. Notice of such meeting shall contain the purpose or purposes for which it is called, and only those purposes shall be considered.
4. Committee meetings may be scheduled by committee members as necessary.
5. The time, date, and agenda of Committee meetings should be reported to the Board at the earliest opportunity by the meeting coordinator or committee liaison to the board.

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## **Article VI: Board of Trustees**

### A. Composition

1. The Board of Trustees shall be composed of five members of the congregation, elected to two-year terms by the Congregation at an Annual Business Meeting.
2. Any trustee may be reelected for a second term of two years, but then shall not be eligible to serve as a trustee for a period of at least one year, with the exception of filling a vacancy:
  - a. In the event of less than five members being available to serve on the Board at the beginning of a fiscal year (July 1<sup>st</sup>), an outgoing member may continue to serve on the Board, at their discretion, until the vacancy is filled.
3. When a Board member vacates their term prior to its expiration, the vacant position may be filled by a candidate recommended by the Board, and with approval of the Congregation at a scheduled meeting per Article V, sections (2) and (5).

### B. Quorum

1. A quorum for conducting Board business is a majority, or three-fifths (3/5) of the members.
  - a. When only three Board members are present action may be taken only by unanimous vote.

### C. Duties of the Board of Trustees

1. The Board of Trustees shall act on all business and financial matters of the Congregation, including contracts for building use and for ministerial, professional, and technical services.
2. The Board is vested with the authority to hire, supervise and terminate the employment of any employee. Termination must be by a super majority vote (4 out of 5) after the Board of Trustees has considered input from relevant committee chairs about the proposed action.
4. The Board can reprogram monies from individual funds after a budget is approved, but may not move monies between funds, except with congregational vote. For example, funds that were proposed for "special guests" in the Spiritual Education (SE) program budget may be reassigned to pay for pay to the SE Coordinator if the Board approves extending the approved hours and pay for the Coordinator for a specific reason before the end of the fiscal year. But, the Board may not move funds from the Sunday Service fund for the same purpose.
5. The Board of Trustees shall appoint:
  - a. a President, Vice-President, and Secretary of the Board.

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- b. a Treasurer.
  - c. a Finance Committee Chair, when a Finance Committee can be organized.
  - d. a Stewardship Committee Chair, when a Stewardship Committee can be organized.
  - e. a nominating official, or a committee of two voting members if possible, before the end of each calendar year.
  - f. and, on occasions when the church has decided to seek a Called Minister, a Ministerial Search Committee and its chair (See Article on Ministerial Search).
  - g. a Committee on Ministry.
6. The Board of Trustees may serve as a liaison to a committee, or the Board may approve a congregation member as a committee liaison to the Board, at the discretion of the Board.
7. The Board of Trustees shall establish other special committees as required.
8. The Board of Trustees shall be empowered by a two-thirds vote to remove a trustee from office who has missed at least three consecutive regular meetings of the Board of Trustees.
9. The Board of Trustees shall have the power to designate the Vice President as President pro-tempore in the absence of the President.
10. The Board of Trustees shall have the power to appoint delegates to district and denominational meetings.
11. The Board of Trustees shall ensure a periodic audit of the accounts and financial books of the church is completed.
12. The Board of Trustees is able to permit the participation in our congregation of a person convicted of a sexual offense under a limited access agreement pursuant to the *Integration into the Congregation of a Person Convicted of a Sexual Offense* policy. The Board of Trustees may deny a person convicted of a sexual offense access to the congregation if they are found to be in violation of the limited access agreement or at high risk of recidivism.

## D. Officers

### 1. President

- a. Shall preside at all annual and special congregational meetings of the church and at meetings of the Board of Trustees.
- b. Shall serve as the liaison to staff/employees and shall be consulted on all issues of concern by staff and shall inform all Board members of staff concerns as appropriate to maintain effective and harmonious relationships with and between staff, the Board, the minister, the Congregation, and others.

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- c. Shall sign all contracts.
- d. Shall make a written report at the annual meeting.
- e. Shall not serve more than two consecutive terms of one year each, but may be re-elected after a year.

## 2. Vice President

- a. Shall assist the President and shall be empowered by the Board of Trustees to act in the absence of the President.

## 3. Secretary

- a. Shall keep and post correct minutes of all of the proceedings of all congregational meetings of the church and the Board of Trustees.
- b. Shall ensure that all records, books, and papers of the church are maintained and preserved, with the exception of the financial records and membership register.
- c. Shall give notice of all business meetings of the congregation and of the trustees.
- d. Shall notify all officers and members of Board of Trustee Committees of their selection.
- e. Shall prepare reports, except financial, which the church is required to make.
- f. Shall act generally as the recording officer of the church.

## E. Conflict of Interest

1. A Board member is expected to declare a conflict of interest if one exists. If the member does not declare a conflict, and another member or friend feels that there is a conflict, said member or friend shall raise the issue prior to Board discussion on the matter where the potential conflict exists.
2. As a general rule a conflict of interest involves a direct or shared financial interest in the outcome of a matter before the board.
3. Avoiding the appearance of a conflict, or a perceived conflict, is good practice.
4. Questions regarding a conflict of interest shall be resolved in the following manner:
  - a. the conflict shall be declared by the Board member and that person shall abstain from voting on the issue and should also leave the room when the issue is being discussed and voted upon.

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b. the Board may discuss whether or not a conflict exists and may excuse the Board member from voting by the majority consent of the remaining members present.

## **Article VII. Ministry**

### A. Calling a New Called Minister

1. The Ministerial Search Committee shall screen candidates and recommend a minister to the congregation.
2. The Board of Trustees shall convene a special congregational meeting. (Forty percent of the voting members of the congregation shall constitute a quorum for the purpose of this meeting.)
3. To call the new minister, 80% of the members present at the special meeting must approve the ministerial candidate recommended by the Ministerial Search Committee.
4. Candidates shall be considered based solely on their qualifications and without regard to age, gender, race, national origin, sexual orientation, or disabling condition.
5. To be called, a minister shall hold fellowship in the Unitarian Universalist Association.

### B. Dismissing a Called Minister

1. The Board of Trustees or the President shall convene a Special Meeting as outlined in Article V,B to consider dismissal of the "Called Minister." Forty percent of the voting members of the congregation shall constitute a quorum for the purposes of this meeting.
2. Dismissal must be approved by a majority vote (67%) of the qualified members of the church present at the meeting.
3. Terms of any possible severance package shall be outlined in the ministerial contract.

### C. Letter of Call

1. The Ministerial Letter of Call shall outline the terms of professional service and shall be for an indefinite period.
2. This Letter of Call shall be on file with the Trustee's minutes and be readily available to members upon request.

### D. Interim Ministry

1. An Interim Minister may be employed by the Board of Trustees for one to two years during the Search for a Called Minister.
2. The Hiring of An Interim Minister shall be at the Discretion of the Board of the Trustees without vote by the Congregation.

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3. The Contract shall be negotiated with the Minister and shall outline the terms of professional service and compensation.
4. A minister without Unitarian Universalist Association fellowship may be employed for up to six months by the Trustees when, in their judgment, circumstances warrant such employment.

### E. Consulting (or Transitional) Ministry

1. A Consulting Minister may be employed by the Board of Trustees when, in their judgment, circumstances warrant such employment.
2. The Hiring of a Consulting Minister shall be at the Discretion of the Board of the Trustees without vote by the Congregation.
3. The Contract shall be negotiated with the Minister and shall outline the terms of professional service and compensation.
4. The contract may be for any duration up to two years and may be renewed as deemed appropriate.
5. A serving Consulting Minister may be Called by the Congregation in accordance with Article VII, sec. A, steps 2-5. In such an instance, the Board of Trustees shall propose the Minister be Called and Article IX Section A, step 1, Ministerial Search Committee, is waived.

### F. Ministerial Services, Ceremonies, and Observances

The minister, whether Called, Consulting, or Interim shall have complete freedom to establish and maintain such religious services, ceremonies and observances as he/she may deem appropriate, subject to the terms of his/her contract, but this authority shall not extend to the commitment or expenditure of funds, except for the minister's discretionary fund, when and if such as fund is established.

### G. Compensation

Compensation for the Minister whether Called, Consulting (Transitional), or Interim, shall be reviewed and proposed to the congregation as part of the budget submitted to the membership at each annual meeting.

### H. Ministerial Duties

1. The Minister whether Called, Consulting (Transitional), or Interim, shall:
  - a. meet with prospective members for orientation prior to their signing the membership book. (See Article IV. A.)
  - b. share with the President and the Board of Trustees the responsibility for appointing chairs of all church committees.

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- c. record, with the assistance of the membership committee, in a suitable church register, the names of the members of the church with their addresses and the dates of their reception, withdrawal, death, or removal, and all dedications, marriages, and funerals performed in the church or by the Minister of this church.
- d. be a member of the Membership Committee and the Worship Committee, and shall have ex officio membership status on all other committees of the church.
- e. make a written report to the annual meeting and to each regular meeting of the Board of Trustees.

## H. The Committee on Ministry

A committee on Ministry shall be established when a Minister is either Called or hired as a Consulting (or Transitional) Minister. The Committee on Ministry shall foster communication between the Minister and the Congregation.

1. The Committee on Ministry shall be composed of two members and three members if possible.
  - a. One member shall be selected by the Minister
    - i. This member shall serve an initial term of one year.
  - b. One member shall be selected by the Board of Trustees
    - i. This member shall serve an initial term of one year.
  - c. A third member may be nominated and selected by (vote of) the Congregation.
    - i. This member shall serve an initial term of one year.
2. After the initial term is completed, each member shall serve a three-year term and shall be eligible for reappointment once. After serving four consecutive years, a new member shall be selected and an outgoing member not be reappointed until at least one year has passed.

## **Article VIII. Finance Committee**

1. Composition of the Finance Committee: the committee shall consist of the treasurer, the stewardship chairperson, and a Board of Trustees member who is authorized to disburse funds. Other members of the congregation may participate with voting privileges at the discretion of the Board of Trustees.
2. The Committee meets at least twice a year to review financial reports and procedures, and formulate recommendations for the Board on how the Congregation's financial resources are being managed including all endowment and other special funds of the Congregation.

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## **Article IX: Right Relations & Conflict Resolution**

1. Right relations are relationships that you approach consciously; where the participants behave in a manner congruent with their values. This type of relationship is based on kindness and compassion and is mutually beneficial and satisfying<sup>1</sup>. The MqtUU values right relations and its Board, employees, ministers, and members will strive to promote their use always.
2. Should the need arise to intervene in situations of disruptive behavior, professionals from Marquette Alger Resolution Services offer mediation, a means of solving disputes that are unable to be resolved otherwise.
3. The disputing parties are not limited to achieving compromises. Having the parties agree and come up with solutions is preferable. As a next step, a MARS facilitator can recommend counseling and other behavior changing strategies.

## **Article X: Amendments.**

The Bylaws, so far as allowed by law, may be amended or replaced by a two- thirds (2/3) majority of the qualified voting members of the church present at a congregational meeting legally called for the purpose and using a show of hands.

## **Article XI: Dissolution.**

Should the membership vote to disband, the board will transfer any residual assets of the congregation to the Unitarian Universalist Association or its legal successor.

## **Article XII: Effective Date**

These bylaws become effective immediately upon approval.

## **Article XIII: Good Faith Protections**

Individual members of the Congregation acting in an official capacity and in good faith are not to be held financially responsible for debt or obligations incurred by the church as a whole.

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<sup>1</sup> [www.sharecare.com/health/relationships-family/how-define-a-good-relationship](http://www.sharecare.com/health/relationships-family/how-define-a-good-relationship)