

## **SOUTHWEST UNITARIAN UNIVERSALIST CHURCH BY-LAWS**

- Approved by Board and Members at Annual Meeting on 06/15/2025
- Amendment added to Article 5. Section A. #5. Approved by Board and Members at Annual Meeting on 6/21/2026

### **Article 1: Name**

This religious organization shall be the Southwest Unitarian Universalist Church.

### **Article 2: Purpose**

We meet to celebrate the miracle of our being and the wonder and mystery of our universe. We seek to provide a caring, accepting community, which supports ongoing individual and spiritual growth. We strive to live our values, accepting our individual responsibility to be active in environmental and social concerns in our church, community, and world.

### **Article 3: Affiliations**

This church shall be affiliated with the Unitarian Universalist Association and the Central East Region. It is the intention of this church to make annual financial contributions to the Association and the Region equal to its full fair share as determined by those two organizations.

### **Article 4: Membership**

#### **A. Defined**

1. A person who is at least eighteen years of age or who has successfully completed a coming-of-age program may become a voting member of this church by signing the church membership book and participating in the church programs.
2. It is understood that members will support this church's statement of purpose, mission statement, and covenant of right relations.
3. Membership requires tangible support of the church and its programs through annual contributions of money and/or time. Specifically, member must a) make both a pledge and a recorded financial contribution to SWUU in the current fiscal year, or b) make a pledge during the current fiscal year and have made both a pledge and recorded a financial contribution during the immediately preceding fiscal year.
4. Because this church encourages diversity, we affirm and promote the full participation of persons in all our activities—including membership, programming, hiring practices, and the calling of religious professionals—without regard to race, color, gender, creed, physical or mental ability, affectional or sexual orientation, gender identification, age, class, or national origin.

**B. Removal of membership.** A person may be removed from the roll of voting members by:

1. Written, verbal, or email request to the Board of Trustees or staff member by the member.
2. Inactivity in the life of the church for more than one year. (For example: no attendance at church services or events, no response to outreach communication from the church.)
3. For just cause by the Board of Trustees. (For example: destructive behavior, harassment, etc.)

C. Reinstatement of membership

1. Other than removal for just cause, a person who has been removed from membership may rejoin.

**Article 5: Board of Trustees and Officers**

A. Board of Trustees

1. The SWUU Board of Trustees was established in the Church By-laws in 1987.
2. Purpose: The SWUU Board works in partnership with our Minister to set goals and policy for the good of the church, consistent with our mission, vision, and covenant. The Board is responsible for the continuing financial viability of the church, including approval of the annual budget, monitoring income and expenses, approving significant financial transactions, etc. Other duties of the Board include establishing church policies, monitoring the strategic plan, setting annual goals, determining compensation for the Minister and staff, entering into contracts on behalf of the church, and responsibility and care of SWUU property.
3. The Board of Trustees shall consist of, at minimum, five members, or, optimally, seven members: President, Vice President, and three to five members at large. To be eligible to serve on the Board, an individual must be a member of the congregation for at least one year.
4. The term of office of a Board member shall be three years. Board members are elected by the congregation at the Annual Meeting. The number of Board members elected in any given year will be dependent on the number of necessary vacancies that need to be filled. An individual may serve not more than two consecutive three-year terms.
5. Nomination and approval process. Each year the Board will appoint a current or former Board member to select and chair a temporary Nominating Committee comprised of at least 2 Church Members who are not current Board members. The Nominating Committee will send out a notice to the congregation that the Committee will be seeking candidates to be considered for nomination. The notice will include an invitation for interested Members to contact the Committee for consideration. The Nominating Committee will nominate, with the candidate's permission, qualified candidates for open Board of Trustees and Officer positions. The Chair of the Nominating Committee will collaborate with the current Board as needed. This will be done in time for the annual congregational meeting in June. Nominated Board members and Officers are then approved by the Members through a vote at the Annual Meeting.

6. The term of the office of the President and Vice President shall each be one year and shall be voted upon at the annual congregational meeting. The President and Vice President may serve three consecutive one-year terms.
7. The minister will be a non-voting, ex-officio member of the Board of Trustees and Standing Committees.
8. The Board may appoint an individual to fill a vacancy on the Board that arises within any year between annual congregational meetings. The appointed individual shall serve out the balance of the term of the Board member that the individual is replacing. This partial term shall not be considered in determining the eligibility of the individual to serve additional terms on the Board.
9. The Board may establish or authorize task forces, new committees, or ministries as deemed necessary.
10. Four Trustees shall constitute a quorum for the transaction of business at regular and special meetings of the Board of Trustees.
11. Regular meetings of the Board of Trustees shall be held at such times as the Board may determine. No fewer than six regular meetings shall be held during the fiscal year.
12. The Board works collaboratively with the Minister to:
  - establish church policies
  - create and sustain programs and approve the church calendar
  - authorize or approve significant financial transactions
13. The Board works collaboratively with the Treasurer and the Shared Ministry Team to:
  - evaluate the Minister and the Congregation
  - determine annual compensation increases and other types of allowances for Minister and Staff positions
14. The Board:
  - calls congregational meetings and prepares the agendas
  - reviews, approves, and may modify, a budget proposal prepared by the Treasurer.
  - is responsible for the financial planning and management of the church.
  - ensures that a review of the financial records be conducted annually by an individual other than the Treasurer.
  - monitors budget performance throughout the year
  - creates and monitors policies as needed
  - monitors strategic plan
  - sets annual goals and does an annual assessment
  - consistent with the approved budget, is authorized to enter into contracts on behalf of the SWUU.
  - shall have responsibility for and shall care for all of SWUU's property, the title of all real or personal property owned by SWUU shall be vested in SWUU, but the property shall be under the Board's control.
  - ensure mail or email notification of any congregational meetings, and any other Board business.
  - ensure that minutes are taken of all board meetings, congregational meetings, and any other board meetings.

- review all minutes for accuracy.
- ensure that such minutes are archived appropriately.

#### B. Officers

##### 1. President

- The President is the chief executive officer of the Board of Trustees and chairs the meetings of the Board and of the congregation. The President prepares the agenda in consultation with the Minister.
- The President, with Board approval, signs such documents as may be needed to conduct the church's affairs as the legal representative of the church.

##### 2. Vice President

- The Vice President fulfills the role of the President in his or her absence.
- The Vice President fills leadership and task-specific roles as established by Board.

##### 3. Treasurer

- The Treasurer is appointed by the Board of Trustees.
- To be eligible to serve as Treasurer, an individual must be a member of the congregation for at least three years.
- The Treasurer may or may not be a member of the Board of Trustees. If not a Board member, the Treasurer will be a non-voting ex-officio Board member.
- The term of Treasurer shall be one year. An individual may be appointed to as many consecutive terms as deemed appropriate by the Board.
- The Treasurer may not hold any other Officer position.
- The Treasurer shall keep an accurate and ongoing record of the church's financial status. The Treasurer reviews the bookkeeper's work monthly and prepares a monthly report for the Board.
- The Treasurer prepares the annual budget in collaboration with the Board, the Minister, the Office Administrator, the head of Grounds and Buildings and other appropriate Committee Chairs.

#### C. All Board members are expected to:

- Attend all board meetings
- Review minutes, Treasurer's report, Minister's and DRE's reports, meeting agenda, and other meeting materials.
- Keep current on congregational and committee issues

### **Article 6: Standing Committees and Ministries**

A. Definition: A "standing committee or ministry" is one which has a financial budget that is approved by the Board.

#### B. Authorization and approval.

1. The Board may establish or authorize a new standing committee or ministry as needed during the Fiscal Year.

2. The new committee or ministry is then presented to the congregation at the next annual meeting for a vote of approval by a majority of the membership.

## **Article 7: Minister**

### **A. Intention:**

1. It is the intention of this church to call and maintain a minister.
2. The Board of Trustees will enter into a contract with the Minister according to Unitarian Universalist Ministers' Association guidelines with specific reference to the Code of Professional Practice.
3. Any contract with a minister may be terminated with ninety days' notice by either party. For the congregation, such notice may be given only after a meeting and vote on the issue as described in Article 9 of these bylaws.

## **Article 8: Meetings**

### **A. Annual Meetings:**

1. The purpose of the Annual Meeting is for electing SWUU's Board of Trustees and officers, approving the annual budget for the fiscal year (which runs from July 1 to June 30), and transacting such other business as may come before the meeting. The date of the annual congregational meeting of the church shall be in the month of June, at such time and place as shall be fixed by the Board of Trustees.
2. Special congregational meetings may be called by the Board at its discretion in response to a written request of any church member to the Board of Trustees. The Board must respond to such requests at the next Board meeting. Special meetings may also be called by petition of ten percent of the voting membership.
3. The agenda of any congregational meeting, along with notice of the date and time of that meeting, will be mailed or emailed to each member at least two weeks prior to that meeting.
4. Twenty-five percent of the voting members shall constitute a quorum. Motions will be carried by majority vote, unless otherwise specified in these bylaws. At the direction of the Board, absentee ballots may be provided and counted.

### **B. Voting:**

1. At any meeting of members, except as otherwise provided in these Bylaws, a Voting Member may vote in person or by proxy, so long as the substitute is another Voting Member. A Voting Member shall not serve as a proxy for more than two other Voting Members at any one meeting.
2. All proxy authorizations shall:
  - be in writing
  - name the substitute Voting Member
  - identify the meeting for which the proxy is granted
  - be signed and dated by the Voting Member

- be delivered to the SWUU's President or Vice President at the beginning of the meeting.
  - be recorded in the minutes of the meeting
3. Some motions must be presented at annual or special meetings of the congregation because they are of such significance to the life and purpose of the Church that they may be designated "Major Actions." Major Actions shall require for passage a sixty-seven percent vote of the entire membership. Such actions would include, but not be limited to, the following:
    - The calling of a minister
    - The purchase of real estate
    - Any other major commitment of church funds
    - The taking of public stands on issues such as social justice
  4. Voting shall be by secret written ballot using official ballots, with absentee ballots provided.
  5. The Board of Trustees by majority vote, or ten percent of the membership by written petition to the Board, may designate a motion to be a Major Action. If such designation occurs after the mailing of a congregational meeting, then the item shall be deferred to a subsequent congregational meeting.

#### **Article 9: Amendments**

1. Any proposed amendments to these bylaws must be included in the notice of any meeting at which amendments will be discussed.
2. These bylaws may be amended by a majority vote at a congregational meeting. The amended bylaws shall be in force immediately following a vote of approval.

#### **Article 10: Dissolution**

1. In the event this organization dissolves, all assets will be given to the Unitarian Universalist Association.