

**BYLAWS OF THE
UNITARIAN UNIVERSALIST FELLOWSHIP OF NORTH BAY**

Adopted 1983
Amended 1992, 1998, 2000, 2002, 2003, 2004, 2006, 2007, 2008

ARTICLE I. NAME AND PURPOSE

Section 1.

The name of this religious society shall be the Unitarian Universalist Fellowship of North Bay (UUFNB).

Section 2.

The purpose of this Fellowship shall be the enjoyment and practice of a religion founded upon devotion to individual freedom of belief.

Section 3.

The Fellowship declares and affirms its special responsibility and that of its members, to promote the full participation of persons in all of its activities and in the full range of human endeavor without regard to race, color, sex, affectional or sexual orientation, age or national origin and without requiring adherence to any religious belief or creed. The Fellowship intends to provide a safe haven, free from harassment.

ARTICLE II. DENOMINATION AFFILIATION

This Fellowship shall be a member of the Unitarian Universalist Association and of the Pacific Central District. It is the intention of this congregation to make annual financial contributions equal to its Fair Share as determined by the Association and the District.

ARTICLE III. MEMBERSHIP

Section 1.

Any person may become a voting member of the UUFNB who is in sympathy with its purpose and program, has signed the register and made a financial contribution of record in the fiscal year of their joining and every fiscal year thereafter, unless special arrangements are made with the Minister.

Section 2

The minimum age for a voting membership is 18 years. The waiting period between becoming a member and being eligible to vote is one month.

Section 3.

A member may withdraw from membership upon submitting a written request to resign.

Section 4.

Persons, who have resigned from the church, will be restored to active status upon re-affirming their active membership. (See Section 1 above.)

ARTICLE IV. MEETINGS OF THE FELLOWSHIP

Section 1.

The official year of the Fellowship shall be from July 1 through the following June 30 for all purposes.

Section 2.

The annual meeting of the Fellowship for the election of Trustees, the approval of the annual budget, and the transaction of other business shall be held at a time and place to be determined by the Board of Trustees. At the annual meeting nominations for trustees and revisions of the budget may be submitted from the floor.

Section 3.

Special meetings of the Fellowship may be called at any time by five voting members filing a request with the Secretary of the Board of Trustees; or by the Minister; or by majority vote of the Board of Trustees.

Section 4.

The business to be transacted at all meetings shall be set forth in the notice of the meeting. This notice shall be delivered or sent by mail or email to all members at least fifteen (15) days prior to the meeting.

Section 5.

The Fellowship shall elect from its membership seven Trustees to form a Board. The terms of these Trustees shall be as described in Article [V]. A plurality affirmative vote shall be necessary to seat a Trustee.

Section 6.

The quorum of all business meetings shall be thirty (30) percent of the membership except that forty (40) percent of the membership shall constitute a quorum for calling a settled minister or dismissing any minister. Members unable to attend may obtain absentee ballots from the Secretary. All absentee ballots returned to the Secretary prior to the meeting will be announced at the meeting. Absentee ballots may not be used to establish a quorum. Voting by proxy is not acceptable.

Section 7.

Robert's Rules of Order shall be the parliamentary reference at all meetings.

ARTICLE V. BOARD OF TRUSTEES

Section 1.

The business management of this Fellowship, between meetings of the membership, shall be vested in a Board of Trustees of seven (7) members. The terms of the Board members will be for three (3) years. Terms will commence July 1 and be completed three years later on June 30. Terms will be staggered so that the term of more than 1 trustee will expire each year. The Board shall include an Executive Committee composed of the President, Vice-President, Secretary, and Treasurer. Upon completing a three (3) year term, a member may not be re-elected as a Board member for a period of one (1) year. Only one member of a family or household may serve on the Board at any one time.

Section 2

The Board, in the exercise of any of the powers possessed by it, acts subject to all limitations upon it anywhere in these bylaws expressed. The Board shall recognize that its authority is derived from the membership.

Section 3

A Nominating Committee will be appointed by the Board. It shall nominate a slate of new members at-large and officers for the Board that is equal to or greater than the number of vacancies. The openings shall be announced to the congregation at least two months prior to the Congregational Meeting at which the nominees are to be elected. This announcement will invite nominations from the members. The slate of officers and new at-large members of the Board shall be announced at least fifteen (15) days prior to the date of the Congregational meeting when the election is held.

Section 4.

In case of a Board vacancy, the remainder of the Board may appoint a member of the Fellowship to act with them until the next annual meeting at which a member will be elected for that position for the remainder of that term. A vacancy in the Board membership exists when a member resigns or when the Board declares a vacancy due to the unexcused absence of any of its members for three consecutive regular Board meetings.

Section 5

The regular meetings of the Board shall be monthly. Special meetings may be called at any time by the President of the Board, or as requested by any three of its members.

Section 6.

The quorum of the Board shall be a majority.

Section 7.

Board Meetings shall be open to all members with the exception of times when the Board meets in Executive Session.

ARTICLE VI. DUTIES OF TRUSTEES

Section 1.

The President shall preside at all meetings of the Board, and shall perform such other duties as in these Bylaws provided, or as usually pertaining to the office.

Section 2.

The Vice President shall fulfill all duties in the absence of the President and work under the direction of the President and the Board as specified by them.

Section 3.

The Secretary shall record the minutes of all proceedings of the Fellowship and of the Board. In the absence of President and Vice President, the Secretary shall call a Trustee's meeting to order.

Section 4.

The Treasurer shall manage the collecting, holding, distribution and accounting of all monies required for the proper functioning of the Fellowship and shall make an annual financial report to the Congregation which includes the status of designated funds such as the Building Fund.

Section 5.

The Board shall be empowered to raise funds, to provide a meeting place for the Fellowship, and to devise ways and means to defray expenses. With Congregational approval, they shall have the power to buy, sell, lease, mortgage, or otherwise dispose of any real property of the Fellowship, for the purpose of securing a better location or for erecting a building.

Section 6.

The Board shall not authorize any single expenditure in excess of ten percent (10%) of the total income in the current budget without approval by the membership of the Fellowship, except for items already approved in the budget, nor shall they incur a total indebtedness in excess of ten percent (10%) of the total income in the current budget without approval of the membership of the Fellowship.

Section 7.

The Board shall appoint or confirm such standing committees as may be deemed necessary to conduct the affairs of the Fellowship. The Board may add or remove committees as needed for the smooth operation of the Fellowship.

ARTICLE VII. MINISTER**Section 1.**

The Minister shall be responsible for the conduct of worship within the Fellowship and the Fellowship's spiritual interests and affairs. The Minister shall have freedom of the pulpit as well as freedom to express his or her opinion outside the pulpit.

Section 2.

The Minister shall be an ex-officio member of the Board and of such committees as the Board shall designate.

Section 3.

The Minister shall be called upon recommendation of the Ministerial Search Committee by a four-fifths (4/5) majority of the qualified members of the Fellowship present at any meeting legally called for the purpose; a quorum for such a meeting is to be constituted by forty (40) percent of the voting members. A copy of the ministerial agreement shall be made available to the Fellowship.

Section 4.

The Minister may be dismissed by a majority vote of the qualified members of the Church present at any meeting called for the purpose; a quorum for such a meeting is to be constituted by forty (40) percent of the voting members.

Section 5.

In the event the Minister is dismissed, his or her salary and allowance shall be continued for three months after date of dismissal. Should the minister offer his or her resignation, three months notice must be given at the time resignation is made, except as the Board may allow an interval of less time.

ARTICLE VIII. FUNDS**A. BUILDING FUND****Section 1.**

The UUFNB Building Fund shall be a separate account and used only to acquire land and/or building for the use of the UUFNB as a fellowship home.

Section 2.

The Board shall be custodian and the Treasurer shall maintain the Building Fund as a separate account.

Section 3.

The Building Fund shall be invested in some interest bearing account recommended by the Treasurer and approved by the UUFNB Board.

Section 4.

A vote of at least 60% of the members present at a duly called meeting of the congregation is required to approve expenditures from the Building Fund for land and/or buildings.

Section 5.

A vote of at least 75% of the members present at a duly called meeting of the congregation is required to approve any loan from this fund.

ARTICLE IX. AMENDMENTS

These bylaws, so far as allowed by law, may be amended or replaced at any business meeting of the Fellowship by a two-thirds (2/3) vote of those present and voting. Notice of any proposed change shall be contained in the notice of the meeting. At least every three years the Board shall select a committee from volunteers that will review the bylaws and recommend changes to be voted on at the next congregational meeting.

ARTICLE X. DISSOLUTION

Should this Fellowship cease to function and the membership vote to disband, any assets of the Fellowship 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.