

## **CHANGES to ARTICLE I and II:**

**ARTICLE I – Reformatted into Sections One and Two. Added Section Two**

**ARTICLE II – Reformatted text to add bullet list**

## **ARTICLE I NAME AND DENOMINATIONAL AFFILIATION**

### **SECTION 1**

The name of this religious society shall be The San Gabriel Unitarian Universalist Fellowship of Georgetown, Texas, hereinafter referred to as the “Fellowship”.

### **SECTION 2**

This fellowship is a member of the Unitarian Universalist Association of Congregations and of the Southern Region of the Unitarian Universalist Association or their successors.

## **ARTICLE II PURPOSE**

This Fellowship is formed as a liberal religious fellowship, joining inquiring minds in caring community. We encourage our members:

- to find a deeper understanding of the relationship of person to person, and of the human being to the universe,
- to further individual freedom of belief and
- to participate in service to humankind.

This Fellowship affirms the freedom of all people to participate in its activities without requiring adherence to any particular interpretation of religion or to any particular religious belief or creed.

## **CHANGES to ARTICLE III**

- **Section One text amended**
- **Membership Orientation moved to *Policy and Procedures***
- **Removed Section Two – FRIENDS OF THE FELLOWSHIP for purpose of creating a simpler way to determine membership and quorum numbers**
- **Section Four is NEW**

## **ARTICLE III MEMBERSHIP**

### **SECTION 1 MEMBERSHIP**

Any person who is in sympathy with the Purposes, as stated in Article II, has attained eighteen years of age, and has fulfilled the Membership Orientation requirements, may become a member of this Fellowship by signing the Membership Book in the presence of a representative appointed by the Fellowship.

## **SECTION 2 VOTING MEMBERS**

The right to vote at Congregational Meetings or to hold elective office in this Fellowship shall be reserved for Voting Members. A Voting Member is defined as a Member who has participated in Fellowship activities and made a financial contribution of record to the Fellowship within the past twelve months. Exceptions to this Section are indicated in Policies and Procedures.

## **SECTION 3 MEMBERSHIP ROLLS**

The Roll of Voting Members of the Fellowship shall be maintained by the Membership Chair in consultation with the Treasurer.

## **SECTION 4 CEASING TO BE A MEMBER**

Membership is to continue until death, voluntary withdrawal, failure to make a contribution of record for a period of 24 months, or for cause in accordance with the "Destructive Behavioral Policy" as defined by the UUA.

## **CHANGES to ARTICLE IV:**

- **Introduction paragraph is removed including the list of examples of meetings**
- **Section 1.1 clarifies that the slate presented by the board is voted on, up or down, without nominations from the floor**
- **Section Four - Changes quorum percentage from 50% to 30%**
- **Reference for RULES OF ORDER updated**

## **ARTICLE IV CONGREGATIONAL MEETINGS**

### **SECTION 1 ANNUAL MEETING**

The Annual Meeting of the Fellowship shall be held on a date to be determined by the Board of Trustees to fall within the last two months of the fiscal year. The meeting shall be held at such time and place as shall be fixed by the Board of Trustees. The agenda shall be:

1. Election of Officers and Trustees as presented by the Nominating Committee
2. Discussions of Fellowship activities and plans
3. Presentation of a Financial Report
4. Adoption of a budget for the next fiscal year
5. Other business listed in the notification of the meeting.

### **SECTION 2 GENERAL MEETINGS**

General Meetings shall be called by the President upon a majority vote of the Board of Trustees or upon the presentation of a written petition signed by at least twenty percent of the Voting Members of the Fellowship. A meeting called by petition shall be held within thirty days of the

date of submission of the petition.

### **SECTION 3 NOTICE AND AGENDA**

The Voting Members of the Fellowship shall be notified of all Congregational Meetings at least seven full days prior to the intended meeting. The President, with Board of Trustees confirmation, shall assemble the agenda of all Congregational Meetings. The agenda shall include those items required by the Bylaws, items from petitions, and items determined by the Board of Trustees. The agenda of the business to be transacted and any proposed amendment(s) to these Bylaws shall be included verbatim in the notice. Business at all Congregational Meetings shall be limited to the stated agenda. Appropriate written reports of the various committees, Members of the Board, and Staff shall be published on the website at least seven days before the Annual Meeting.

### **SECTION 4 VOTING**

A number equal to thirty percent of the Voting Members of the Fellowship, either present, in person or on-line, or absentee ballot, or accounted for by proxy, shall constitute a quorum. A quorum shall be required to initiate any Congregational Meeting and must be maintained at all times to conduct business. All decisions shall require a majority vote except as otherwise specified in these Bylaws.

### **SECTION 5 RULES OF ORDER**

All Congregational Meetings shall be conducted according to “Democratic Rules of Order” (Francis, 2019) except as specifically stated in these Bylaws or amended by a vote of the Fellowship.

55

### **CHANGES to ARTICLE V:**

- **Removes office of Past President**
- **NEW Allows flexibility in the position of Trustees at Large**
- **Itemized list of responsibilities is edited**
- **NEW Section 3**
- **Presidential Succession is amended**
- **Sections 4, 5 and 6 were moved from ARTICLE VI**

### **ARTICLE V BOARD OF TRUSTEES**

The Board of Trustees shall consist of the President, Vice President, Secretary, and Treasurer. A maximum of three Trustees-at-Large may be nominated by the Nominating Committee. The Officers and Trustees shall be Voting Members of the Congregation. No member of the Board of Trustees may be a spouse or have a partner relationship with another member of the Board, an employee of the Fellowship, or the Minister during their term.

## **SECTION 1 POWERS**

The Board of Trustees shall be responsible for policy and procedures, finances, facilities, staffing, compliance with all applicable laws, and shall function as the executive power of the Fellowship, always subject to the Bylaws, Articles of Incorporation and the congregation. The Board of Trustees serves as the fiduciary of the Fellowship and shall have general charge of the property and funds, conduct business affairs, negotiate contracts, and control the administration of the Fellowship. No person may perform official acts in the name of the Fellowship except as authorized by the Bylaws or the Board of Trustees. Policies indicating the responsibilities and duties of each Board of Trustee member shall be reviewed and approved by the Board as necessary.

## **SECTION 2 RESPONSIBILITIES**

The Board of Trustees will:

1. Call Annual or General Meetings as required.
2. Manage the finances of the Fellowship.
3. Approve the proposed budget prior to the Congregational Vote at the Annual Meeting.
4. Keep records of all Board and Congregational Meetings.
5. Keep the official record of church membership.
6. Keep all policies and records of congregational business.

## **SECTION 3 TERMS OF OFFICE FOR OFFICERS AND TRUSTEES**

The terms of office, and restrictions thereon, for all Officers and Trustees-at-Large are one year.

- At the end of the term of service of each Member of the Board, the Nominating Committee may ask outgoing Officers and Trustees-at-Large to serve in their same position or a different position for one additional year.
- In addition, any Board Member resigning prior to the end of their term, may be queried by the Nominating Committee as to the circumstances of their resignation. If appropriate, the Nominating Committee shall report any pertinent findings to the President of the Board of Trustees, the Fellowship, or a staff member, at their discretion.

## **SECTION 4 PRESIDENTIAL SUCCESSION**

In the absence of the President, the Vice President or another Board member may be selected by the Board to assume the duties and fulfill the term of the President.

## **SECTION 5 VACANCY**

Should a vacancy arise in the position of any Officer or Trustee, other than the President, the position shall be filled by a Voting Member of the Fellowship, selected by the Nominating Committee and elected by the Board of Trustees, to serve the remainder of the term.

## **SECTION 6 REMOVAL**

Any Officer or Trustee may be removed by two thirds vote of the Voting Members present at a legally called General Meeting. Any board member missing three or more meetings without prior notification shall be considered as resigned from their position.

## **CHANGES to ARTICLE VI**

- **ARTICLE VI is removed and will be defined in *Policies and Procedures***
- **CHANGES LANGUAGE FROM COMMITTEES TO TEAMS  
(Board appoints Teams, President appoints Task Forces)**

## **ARTICLE VI TEAMS**

The Board may establish or abolish teams as necessary to support and carry out the mission, purpose, and goals of the congregation.

### **SECTION 1 AUTHORITY, MEMBERSHIP, ACCOUNTABILITY**

The duties, responsibilities, membership eligibility, selection process, terms of office, accountability, and other relevant declarations for all Teams will be addressed through policy developed and approved by the Board of Trustees.

### **SECTION 2: TASK FORCES**

The President may select a task force to explore alternatives and gather information on specific issues when deemed necessary and important. Task forces will have no authority, and may take no action, beyond consultation and administrative support on behalf of the President.

## **CHANGES to ARTICLE VII:**

- **UUA SETTLEMENT HANDBOOK RECOMMENDS: “If the search process is mentioned in the by-laws, ideally the by-laws simply state that the congregation should follow recommended practices of the UUA.”**
- **TITLE OF THIS ARTICLE VII, INTRO AND SECTIONS 1 AND 2 ARE NEW**
- **SECTION FOUR REMOVED -THIS IS ADDRESSED IN LETTER OF AGREEMENT OR CONTRACT**
- **PERCENTAGE REQUIRED TO CALL SETTLED MINISTER CHANGED**

## **ARTICLE VII MINISTRY**

In the event of a vacancy in the position of minister, the search for a new minister shall follow UUA guidelines. The Board shall contact the UUA to determine the initial steps and the process will continue under the guidance of the UUA. The guidelines as established in the Settlement Handbook of the Unitarian Universalist Association are all-inclusive and shall be followed as described unless revisions seem necessary or appropriate for our Fellowship and circumstances.

### **SECTION 1 CALLING A SETTLED MINISTER**

The Minister of the Fellowship shall be called by 97% of those members voting in person or on-

line or by absentee ballot at a Congregational Meeting called for such purpose. Fifty percent of the Voting Members eligible to vote shall constitute a quorum at such Congregational Meeting.

### **SECTION 2 THE SEARCH AND HIRING OF CONTRACT MINISTER**

The Board shall appoint a small committee to find, evaluate, and recommend a Contract Minister to the Board. A Contract Minister is hired directly by the Board. This is done outside of the Ministerial Search Process that is outlined in the Settlement Handbook of the Unitarian Universalist Association. A Contract Minister can serve part-time or full-time and is employed per the terms of a written contract.

### **SECTION 3 DUTIES AND TERMS OF EMPLOYMENT OF SETTLED MINISTER AND CONTRACT MINISTER**

Each Minister shall have responsibility for the conduct of worship services and shall serve as spiritual leader and advisor to church members. The minister shall have freedom of the pulpit. The minister shall also have the freedom to express their opinions outside the pulpit, but not to represent the church without authorization from the Board or the membership. The minister shall be an ex officio, non-voting member of the Board of Trustees.

1. In the case of a Settled Minister, other specific duties shall be negotiated between the minister and the designated member or members of the Board in a Letter of Agreement. Negotiating the initial Letter of Agreement should be facilitated by the Search Committee.
2. In the case of a Contracted Minister, the Contract Minister will be employed under a written contract negotiated between the Minister and a designee of the Board. The contract will be written by the Board of Trustees, in collaboration with the Contract Minister and other appropriate committees with approval of the board, which clearly stipulates the duties, roles, compensation and other conditions of employment and is approved by the Board.
3. Contract Termination: The contractual relationship between the minister and the Fellowship may be dissolved by either party for any reason upon three (3) months written notice. Such provision shall be incorporated in any contractual agreement.

### **CHANGES to ARTICLE VIII**

- **Section 8.3 is changed to: *A tentative budget shall be provided to the membership* which allows for a task force to be appointed to put budget together**
- **Change language from Committee to Team or Task Force**
- **Designated contributions added in Section Four**

## **ARTICLE VIII FINANCES OF SAN GABRIEL UU FELLOWSHIP**

### **SECTION 1 EXPENDITURES**

No person or team shall have the power to incur expenses on behalf of the Fellowship except as authorized specifically by the Board of Trustees, or the Congregation at a General Meeting.

### **SECTION 2 CANVASS**

The Stewardship Task Force shall plan and conduct the annual pledge drive upon direction from the Board of Trustees.

### **SECTION 3 BUDGET**

A tentative budget shall be provided to the membership prior to the annual meeting. Budget allocations may be revised by the Board of Trustees to meet the needs of the congregation. The budget may be increased by the Board of Trustees by no more than 10% of the approved budget amount, if revenue is available, without approval from the congregation.

### **SECTION 4 INCOME**

All receipts and monies received by individuals and teams on behalf of the Fellowship shall return to the general fund, unless specifically authorized by the Board of Trustees or directed by the donor to be used for a specific purpose. All fund-raising efforts including those of affiliated and sponsored groups must be approved by the Board of Trustees.

### **SECTION 5 FINANCIAL REVIEW**

The financial records of the Fellowship may be reviewed by an audit task force established by the Board of Trustees within three weeks of the Treasurer's submission of the financial records, and at such other times as may be deemed appropriate by the Board of Trustees.

## **ARTICLE IX CONGREGATIONAL EMERGENCIES**

In the case that normal functioning of the congregational life is interrupted by emergency situations, the Board has the authority to make provisional changes to the by-law rulings, provided approved by a quorum of the board members.

## **CHANGES to ARTICLES X, XI and XII:**

- **ARTICLE X: Sections Two and Three are new**
- **ARTICLE XI: Change to Voting Members required to be present for votes on Bylaws changes – adding online, absentee and proxy votes**
- **ARTICLE XII – Changes the effective date of Bylaws changes to be at the close of the meeting wherein they are adopted**

## **ARTICLE X LEGAL**

### **SECTION 1**

This Fellowship shall be a non-profit religious, charitable, and educational Fellowship incorporated under the laws of the State of Texas. The legal address of the Fellowship shall be: San Gabriel Unitarian Universalist Fellowship 4500 Williams Drive, Suite 212 #245 Georgetown, TX 78633.

### **SECTION 2**

Church dissolution must be approved by two-thirds (2/3) majority vote of Voting Members of the Fellowship either present, in person or online, or absentee ballot, or accounted for by proxy, at a congregational meeting called to specifically consider such action. Notice must be distributed at least 30 days prior to the meeting.

### **SECTION 3**

If the Fellowship will cease to exist, all accrued assets, after paying all just claims upon it, must be assigned to the Unitarian Universalist Association or its successor to be used for the extension of liberal religion.

## **ARTICLE XI AMENDMENTS**

These Bylaws may be amended or revised at any legally called Congregational Meeting by a two-thirds vote of the Voting Members either present in person or on-line, or by absentee ballot, or accounted for by proxy. Proposed amendment(s) to these Bylaws must be included verbatim in the notice to the Voting Members. Proposed amendments shall be passed or rejected verbatim.

## **ARTICLE XII IMPLEMENTATION**

These bylaws, if adopted, will take effect at the close of a General Meeting of the Fellowship whereby such approval is given.