

**All Souls Unitarian Universalist Church
Watertown, New York**

BYLAWS

(As amended through June 12th, 2022)

PREAMBLE

Desiring to extend the heritage of this church, and to maintain a religious society restrictive of no person on grounds of race, color, disability, sex, affectional or sexual orientation, age, national origin, or prior religious commitment, and desiring to acknowledge our affiliation with and support of the Unitarian Universalist Association, we do accept and subscribe to its objectives as herein stated. Be it known to all therefore, that being dedicated to the principles of a free faith, we unite in seeking:

- 1) To strengthen one another in a free and disciplined search for truth as the foundation of our religious fellowship;
- 2) To cherish and spread the universal truths taught by the great prophets and teachers of humanity in every age and tradition, immemorially summarized in the Judeo-Christian heritage as love to God and love to humankind;
- 3) To affirm, defend, and promote the supreme worth and dignity of every human personality, and the use of the democratic method in human relationships;
- 4) To implement our vision of one world by striving for a world community founded on ideals of justice and peace;
- 5) To serve the needs of member churches and fellowships, to organize new churches and fellowships, and to extend and strengthen liberal religion;
- 6) To encourage cooperation and good will in every land.

ARTICLE I-NAME

The name of this religious organization shall be All Souls Unitarian Universalist Church of Watertown, New York.

ARTICLE II –PURPOSE

Free religion, as we would have it lived, is a fellowship of seekers after truth, bound by no dogma, restricted by no creed. Our purpose is to join together in a cooperative quest of religious and ethical values and to apply those values to the fulfillment of our objectives, which are the enrichment of spirit, the development of character, and service to all. Our basic underlying convictions are these: that religious and scientific truth must be compatible, that the democratic process should guide human relations, and that each individual has an inherent dignity and the right to freedom of belief unfettered by any prescribed creed.

ARTICLE III-ALLEGIANCE

This church shall be a member of the Unitarian Universalist Association and of the area organizations in which it is located. This allegiance shall not be held to interfere with the principle of congregation polity, which shall be the principle whereby the Church governs its own affairs.

ARTICLE IV-MEMBERSHIP

Section 1. Any person who has attained the age of 16 years and who is in sympathy with the program and purposes of this church as described in the Preamble and Article II of these Bylaws, and who desires to become a member of this Church, may become a member by signing the Membership Book of the Church, witnessed by two members of the Board of Trustees.

Section 2. Any persons who at the time of adoption of these Bylaws are members in good standing of All Souls Unitarian Universalist Church of Watertown, New York, shall automatically continue membership under these Bylaws.

Section 3. All active members of the Church shall have the power of voting on all matters and shall be eligible to hold any elective or appointive office. All persons supporting this Church, regardless of whether or not they have accepted full membership, shall have the right of voice at any Meeting.

Section 4. A member's name shall be removed from the Membership Roll in case of: (1) the member's death; (2) request by the member; (3) a period of inactivity as defined in board policy, pending a vote by the Board; or (4) removal by a two-thirds (2/3) vote of the Board for actions that threaten the well-being of the Congregation per the Disruptive Behavior Policy.

Section 5. The policy of All Souls Unitarian Universalist Church shall be to consider as active voting members only those who have signed the membership book and from whom, within the current fiscal year, there has been a recorded financial contribution or for whom there is a current signed pledge card on record. A list of inactive members, those who have signed the membership book but do not meet these criteria for active voting members, will also be kept. The Registrar of the church will be responsible for maintaining up-to-date, accurate listings of active voting members and inactive members.

Section 6. Any person who has attained the age of 12 years and who is in sympathy with the program and purposes of this church may become a “youth member” by signing the Membership Book of the Church, witnessed by two members of the Board of Trustees. Youth membership shall be symbolic and shall not confer the Youth Member with the powers or obligations of “regular” membership. At age 16 the status of Youth member shall automatically be changed to “regular” member.

ARTICLE V MEETINGS

Section 1. The annual meeting of the Church for the election of officers and the transaction of other business shall be held on the second Sunday in June at such time and place as the Board of Trustees shall designate. Special meetings shall be called by the Secretary at the request of the Board of Trustees or upon written request of at least ten members of the Church and shall be for such purposes only as may be specified in the notice calling the meeting.

Section 2. Notice of all meetings of the Church shall be sent by the Secretary to all voting members of the Church on record at the member's last known mailing address at least ten days prior to the date for which the meeting has been called. Notice shall also be at two successive weekly services of worship prior to the date for which the meeting has been called, except that this shall not apply during any period of suspended Church services.

Section 3. A majority of active members qualified to vote shall constitute a quorum at any regular or special meeting of the Church. At any meeting of the Church a lesser number than a quorum may vote only to adjourn the meeting.

Section 4. All motions brought before a meeting of the Church shall be passed or rejected by a simple majority except as otherwise specified.

Section 5. Robert's Rules of Order shall govern the conduct of all meetings of the congregation.

ARTICLE VI-BOARD OF TRUSTEES & OFFICERS

Section 1. The Board of Trustees shall have the custody and control of all property of the Church, both real and personal, and shall administer the affairs of the Church. The Board shall appoint and have the ultimate responsibility in connection with all committees other than the nominating committee. Between meetings of the Church, the Board of Trustees shall have full power to act on behalf of the Church, except as to those matters control of which has been reserved to the membership, either by the law of the State of New York or by these Bylaws. The title of all property of the Church shall be held in the name of the Church, except as provided by the Religious Corporation Law of the State of New York and such other laws as may be applicable. The Board of Trustees shall have the authority to employ and dismiss all employees of the Church, except the Minister, provision for which is determined by Article VIII hereinafter.

Section 2. All endowments of this Church, whether in the form of funds held in trust or real estate, shall be vested in the Church and shall be under the control of the Board. The Board shall have the power to delegate the management of any or all endowments under its control to a committee of its creation, or to any public or private agency it deems capable of furthering the best interests of the Church.

Section 3. The Board shall meet periodically and regularly throughout the year for the purpose of conducting Church business, the first meeting to be held not more than two weeks after the annual meeting of the membership. Meetings of the Board shall be held no less than six times during the calendar year.

Section 4. The Board of Trustees shall consist of four Trustees and four officers. All elected officers of the Church shall be members of the Board of Trustees ex-officio. The officers of the Church shall be a President, Vice-President, Secretary and Treasurer. The officers shall be elected at the annual meeting of the membership for terms of one year each. One half of the trustees shall be elected at each annual meeting for a term of two years.

Section 5. Five members of the Board shall constitute a quorum.

Section 6. A person who has served for three consecutive years as President shall not be eligible for reelection or for election as a Trustee until the expiration of one year after the term as President has been completed. A person who has served for three consecutive years as Vice-President shall not be eligible for reelection or for election as a Trustee until the expiration of one year after the term as Vice President has been completed, but may be elected President. A person who has served three consecutive terms of two years as a trustee shall not be eligible for reelection until the expiration of one year after the third term has been completed.

Section 7. Any member of the Board of Trustees who has had three (3) consecutive absences from regularly scheduled meetings of the Board shall no longer be considered a trustee. Any exception to the above shall be at the discretion of the Board of Trustees.

Section 8. Vacancies in any office, election to which is vested in the Church, may be filled by the Board of Trustees until the next annual meeting when the Church shall fill the vacancy. The Board shall also have the authority to appoint or hire assistants for any of its officers should they deem the workload sufficiently heavy to so require.

Section 9. The President shall preside at all meeting of the Board and of the Church, and shall be ex-officio member of all committees except the Nominating Committee. The President shall represent the Church on all appropriate occasions.

Section 10. The Vice-President shall preside at all meetings of the Board and of the Church in the absence or incapacity of the President and shall be ex-officio member of all committees except the Nominating Committee. The Vice-President shall represent the Church on all appropriate occasions in the absence of the President. In addition, the Vice-President shall be familiar with the financial structure and the investment philosophy of the Church. In this regard, the Vice-President shall serve as a member of the Finance Committee and any Investment committees established.

Section 11. The Secretary shall give notice of all meetings of the Church and shall keep an accurate record of the proceedings of all meeting of the Church and of the Board of Trustees and shall notify all officers of their election. The Secretary also shall have custody over all books, papers, and records of the Church and shall perform all other incidental duties that may be reasonably required.

Section 12. The Treasurer shall have custody of all funds, except such as have been placed in custody of special trustees or approved investment organizations. The Treasurer shall keep an accurate record of all receipts and disbursements and bills payable, shall pay such bills as have been approved by the Board and/or sign checks prepared by the bookkeeper to pay those bills, and shall render financial statements to the Church at each annual meeting and to the Church and Board at such other times as may be requested. Money shall be deposited in the name of the Church and in such banks as the Board may direct. The Treasurer shall have custody over all insurance policies and shall give bond with surety or sureties as may be required by the Board. Accounts shall be reviewed at least once a year under direction of the Finance Committee

Section 13. All officers and Trustees holding office at the time of the adoption of these Bylaws shall continue in office until the new Bylaws become effective from which time the new Bylaws shall be controlling.

ARTICLE VII-COMMITTEES & APPOINTMENTS

Section 1. It shall be the responsibility of the board to appoint committees or task forces to deal with the work of the church.

Section 2. The Board of Trustees shall annually appoint a collector. The Collector shall keep an accurate record of all pledges made for the support of ASUUC; shall give written acknowledgement on all pledge payments at least quarterly; report to the Finance Committee the status of pledge income at least quarterly; collect plate money and pledge money from the usher, each Sunday; shall make an annual report to ASUUC for the June annual meeting; and shall deposit any moneys in the name of the ASUUC in the bank designated by the ASUUC Board.

Section 3. The Board of Trustees shall annually appoint a Registrar. The Registrar shall keep a record of all members of the Church with the dates of their admission, withdrawal, or decease, and shall keep a record of all baptisms and such other information concerning the members of the Church and the religious ceremonies of the Church as the Church or the Board may require.

Section 4. The Nominating Committee shall consist of three (3) members of the congregation elected by the congregation for one (1) year terms. A person who has served three (3) consecutive terms shall not be eligible for re-election until one (1) year has passed. No member may serve on the Nominating Committee while also serving on the Board or as an elected officer of the congregation. The Nominating Committee is responsible for recruiting a slate of

nominees for the Board and the Nominating Committee for the next year. The members of the Committee shall be representative of the congregation and knowledgeable about the All Souls community. Members of the Nominating Committee are also charged with becoming knowledgeable about the requirements for each of the elective positions so that they can properly recruit and explain those duties to prospective candidates. Nothing in this policy is intended to prevent nominations being accepted from the floor at the annual meeting of the congregation.

ARTICLE VIII –THE MINISTER

Section 1. "Minister" here is understood by the definition of a called minister as defined by the UUA.

Section 2. The Minister shall be responsible to the Church and to the Board of Trustees for the effective performance of work. Such reports as the Board may require shall be rendered. The Minister shall be chosen and salary determined by a vote of the Church and a vote of the Church shall be necessary for dismissal. These matters, however, may be delegated to the Board by a two-thirds vote of the Church. In cases of vacancy, the Board shall have the power to provide temporarily for ministerial service.

Section 3. When the Minister is engaged for an indefinite period of time the relationship shall continue until at least three months after either of the contracting parties has given notice in writing of the desire to discontinue the relationship unless both parties shall agree otherwise, or the Church may, upon forfeiture of three months salary, and without prior notice, terminate a minister's occupancy of its pulpit and such other ministerial functions.

Section 4. The Minister, with the approval of the Board of Trustees, and with the assistance of such committees as may be provided, shall, as a function of responsibility, establish and maintain such religious services, ceremonies, and observances as may be deemed appropriate.

Section 5. Being a religious society within which free expression is not only tolerated but encouraged, and desiring to maintain the highest standards of this idea, the pulpit of this church shall be considered a free pulpit and no restrictions, either theological, philosophical or social, shall be imposed upon the Minister.

Section 6. No person shall be called or continue as Minister of the Church unless in fellowship with the Unitarian Universalist Association or engaged in acquiring such fellowship.

ARTICLE IX-DISSOLUTION

Section 1. If this Church shall at any time cease to be a member of the Unitarian Universalist Association, or in the case of dissolution of this Church, all of the property of the Church, whether real or personal property, shall be transferred to the Unitarian Universalist Association on the understanding that said property shall be held in trust for the benefit of Unitarian Universalist churches of Central East Region or its successor. This bylaw shall apply to all property donated to the Church, whether by will or in some other manner, unless the donor expressly provides otherwise.

Section 2. If the Church ceases to be a member of the Unitarian Universalist Association, it shall be the duty of the officers of the Church and the Board of Trustees to take all necessary action to carry out the purposes of this article.

ARTICLE X-AMENDMENTS

Section 1. These Bylaws may be amended by a two-thirds vote of the members present and voting at any meeting of the Church, provided the proposed amendment has been included in the

notice calling the meeting, except that Articles III and IX may be amended only by a four-fifths vote of the members present and voting.

Section 2. These Bylaws shall become effective immediately following the meeting at which they were adopted.

Section 3. Upon adoption of these Bylaws the records and acts of the First Universalism Society, All Souls Universalist Church of Watertown, New York and the First Universalist Parish of Watertown, New York, and the care and preservation of such records and acts shall be entrusted to the Secretary or to the Church Historian appointed by the Board.

ARTICLE XI-MEMORIAL GARDEN

Section 1. The Memorial Garden area includes the formal garden, given in memory of Helen Shapiro by her husband, Arnold Shapiro. This is provided to the congregation and friends for their enjoyment and as a way to commemorate loved ones. A donation to the garden, in an amount established by the board, entitles the donor to an engraved plate on the memorial plaque with name, date of birth, and date of death of the person to be commemorated. Ashes of the deceased can then be scattered or buried in the Memorial Garden.

Section 2. A committee consisting of a minimum of three persons, appointed by the President to serve an indeterminate term, shall manage the Memorial Garden. One member shall serve as chair.

Section 3. The committee shall oversee the overall design of the Memorial Garden, its permanent plantings, its care, maintenance, administration, and development of the property as approved by the board.

Section 4. The Memorial Garden shall be self-sustaining. Monies shall be paid into the church treasury and be held in a separate account for Memorial Garden use. The Church Treasurer shall be responsible for the keeping of financial records. Funds in excess of operating expenses shall be held for the Memorial Garden to be used for maintenance or expansion of the garden.