

**UNITARIAN UNIVERSALIST FELLOWSHIP OF THE RAPPAHANNOCK
BYLAWS**

APPROVED BY THE MEMBERSHIP ON DECEMBER 13, 2009
REVISED BY THE MEMBERSHIP ON DECEMBER 12, 2010
REVISED BY THE MEMBERSHIP ON DECEMBER 12, 2011

Article I. Name

The Name of this religious congregation shall be the Unitarian Universalist Fellowship of the Rappahannock.

Article II. Purpose

Our Purpose shall be to create a fellowship of caring persons in which to inspire spiritual and intellectual growth, serve the needs of our greater community, foster the pursuit of truth, fairness, respect, and social justice, and provide a spiritual home for generations to come based upon Unitarian Universalist principles. We shall affiliate with the UUA and its Southeast District in pursuit of this purpose.

Article III. Membership

A. This Fellowship is intentionally non-discriminatory, thus Membership is open to all persons regardless of ethnicity, color, national origin, gender, gender identity, affectional orientation, age, or ability. Any person demonstrating an understanding of the Unitarian Universalist Living Tradition and striving to be in accord with the Unitarian Universalist Principles may join this Fellowship. Membership is initiated by signing the Membership Book and committing to participation in the Fellowship as an Active Member as demonstrated by a contribution of time and/or money.

B. Voting privileges shall be limited to the Active Members 16 years of age or older. Members may request and be granted either Temporary Inactive status, up to one year non-renewable, or Emeritus, where active participation can not be sustained but they wish to continue their affiliation with UUFR. Dual membership may be recognized as Active Members of this church for active members of other UU churches who are part-time residents of our area provided the dual member supplies a letter directing which congregation is to record their membership with UUA.

C. Any member of the Fellowship who for a period of one year has neither attended nor contributed to its support by active participation and/or recorded financial contribution, or any member found in violation of the UUFR Disruptive Behavior Policy currently in effect at the time of such disruptive behavior, may be removed from active membership status by a majority vote of the Board of Stewards. The Membership Committee shall honor and remove a deceased member's name from the membership rolls effective upon the date of death.

Article IV. Elected Leadership

A. Composition of the Board of Stewards

The Board of Stewards shall be comprised of seven stewards. Six stewards shall be officers of the Fellowship elected by and from the Active Members. The elected officers shall be the President, Vice President, Secretary, and Treasurer, Programs Chair, and Membership Chair. The immediate Past President will remain on the Board as a voting member. In the event the immediate Past President is unable or unwilling to serve, the Board may appoint another Past President to serve instead.

B. Terms of Office

The terms of office for elected Board members shall be two fiscal years and shall be staggered so as to provide continuity to the Board. The President, Vice President, and Treasurer elected concurrently to take office in even years and Secretary, Programs Chair, and Membership Chair elected concurrently to take office in odd years.

C. Duties of the Board

The Board shall have general charge of the property of the Fellowship and the conduct of all of its business affairs and the control of its administration, including the appointment of such committees as it may deem necessary. If a member of the Board resigns, the remaining Board members may appoint a temporary replacement to fill the vacancy. Elections to fill vacancies shall occur at the next congregational meeting.

1. The President shall lead Board meetings and be the overall coordinator toward meeting all the needs of the Fellowship.
2. The Vice President shall assist the President in performing the President's duties and lead the Board meetings when the President is unable to do so.
3. The Secretary maintains a record of the Board meetings, the Fellowship's minute book, and key correspondence within and outside the Fellowship as well as issuing notifications of congregational meetings, preparing ballots, and documenting election results.
4. The Treasurer manages the Operating Funds and special project funds, maintains a record of income and expenses vs. the budget, provides monthly and quarterly status reports to the Board, and provides members with annual tax letters regarding their contributions.
5. The Programs and Membership chairs lead their respective committees and report monthly activity to the Board.
6. The Immediate Past President is a member of the Leadership Development Committee and is that Committee's representative on the Board.

D. Trustees

A three member Board of Trustees consisting of the Chair of the Finance Committee and two Trustees shall be elected from the membership on staggered three year terms that shall have exclusive responsibility for the management of the Endowment and be part of the Finance Committee advising the Board of Stewards regarding the finances of the Fellowship. An Assistant Treasurer and additional members of the Finance Committee may be appointed by the Trustees with the approval of the Board of Stewards.

E. Nomination

A Leadership Development Committee shall include two members not currently on the Board of Stewards that are elected from the membership and serving staggered three year terms. The immediate Past President shall be the third member of the Committee whose responsibilities include nominating candidates for all elected offices.

Article V. Committees

A. Standing Committees

The following Standing Committees of the Fellowship shall report directly to the Board: Programs, Membership, Finance, Building and Grounds, Leadership Development, and Vision and Planning.

1. The Programs Committee shall be primarily responsible for the Sunday Morning Service and shall have coordinating responsibility for other church programs such as, but not limited to, Religious Exploration (R.E.) for children and adults, Community Charitable Outreach, Social Justice, dinner discussion groups, and community forums on key issues of the day. Close coordination with the Membership Committee is a key part of the responsibility.
2. The Membership Committee shall be responsible for pastoral care and support of the individual members, covenant groups, caring circles, as well as programs within the community targeted specifically at attracting new members. The Committee shall promote growth through a warm reception of and attention to visitors. The Committee shall maintain the membership records of the Fellowship. Close coordination with the Programs Committee is a key part of the responsibility.
3. The Finance Committee shall be responsible to the Board for a proposed annual budget for the Operating Fund and special projects, overseeing all contracts and other financial and legal obligations of the Fellowship, and reviewing the financial records of the Fellowship. Further, the Committee shall be responsible for the annual fund raising activities and capital fund raising as required. The Committee shall prepare a written report to the Congregation for presentation at the Annual Meeting.
4. The Building and Grounds Committee shall be responsible for the maintenance and improvement of the building and grounds.
5. The Leadership Development Committee's focus shall be the lay and professional leadership and support of the Fellowship including nominating candidates for all elected offices.

6. The Vision and Planning Committee, in cooperation with the Board, shall facilitate the development of long-range plans for the Fellowship. The Committee shall monitor actions taken by the Board and appropriate committees in implementing the plans and shall provide a written report on the progress achieved at the annual Congregational meeting.

B. The Board shall create and dissolve additional committees and sub-committees as needed including establishing the responsibilities and reporting structures of each. The Committees shall create and dissolve additional sub-committees within their areas of responsibility.

Article VI. Ministry

The Fellowship shall have the authority to call a minister. Prior to such time as the Fellowship elects to call a minister, these bylaws shall be amended to define: the procedures for calling a minister; the relationship between the Fellowship and the minister; and the procedure for terminating the ministerial relationship.

Article VII. Fiscal Year

The Fiscal Year shall end December 31.

Article VIII. Meetings

A. The Annual Business Meeting of the Unitarian Universalist Fellowship of the Rappahannock shall be held in the last month of the fiscal year at a time to be determined by the Board of Stewards. Notice of the meeting shall be provided to all members at least 21 days in advance of the meeting, and at least 25 days notice for major corporate decisions. The notice shall provide the Meeting Agenda, which at a minimum will include:

1. the election of Officers, Stewards, Trustees, and Leadership Development Committee,
2. the presentation of the written reports by the Vision and Planning, Finance Committee, and Minister (if any),
3. the presentation of additional written committee reports as so determined by the Board of Stewards, and
4. the review of the proposed annual budget.

Ten members or twenty percent of the voting membership shall constitute a quorum at this meeting, whichever is greater. Absentee ballots for the elections will be accepted prior to or at the Annual Business Meeting or at any special meeting at which elections take place.

B. Special Business Meetings of the Membership may be called at the signed request of any ten members or 20% of the membership, whichever is greater. Such requests shall be submitted to the Board of Stewards. The Board shall convene the requested meeting, providing at least 15 days' notice to the Membership and at least 25 days notice for major

corporate decisions. The notice shall provide the Meeting Agenda. Ten members or twenty percent of the voting membership, whichever is greater, shall constitute a quorum.

Article IX. Endowment Fund

A. The Endowment shall be the sole responsibility of the Trustees who shall be governed by the Endowment Investment and Distribution policy passed by a two-thirds vote of the Membership. This policy shall provide for the protection of the corpus of the Endowment over the long term and require the Trustees to exercise the utmost care to respect the integrity of the restrictions placed on any gift to the Endowment.

B. The Trustees shall report the status and activity of the Endowment to the Board on a quarterly basis and provide a written annual report to the congregation at the Annual Business Meeting of the Membership.

C. The Trustees shall not be liable for any losses incurred by the Endowment except to the extent that such losses arise out of acts or omissions of willful misconduct or gross negligence.

Article X. Dissolution

A. The Congregation may decide to dissolve itself by a three-fourths (75%) majority vote of members present or voting by proxy at an Extraordinary Congregational Meeting called solely for that purpose.

B. Should the Congregation decide to dissolve itself, the Board of Trustees shall dispose of the Congregation's assets sufficient to pay all outstanding debts and the remaining assets shall be distributed tax free to the Southeast District of the Unitarian Universalist Association of America or its successor and, if those assets can not be distributed tax free to the SED by laws current at the time, then to the Unitarian Universalist Association or its successor.

Article XI. Amendment

These bylaws, so far as allowed by law, may be amended or replaced at the Annual Meeting or a Special Business Meeting with the approval of a two-thirds (67%) of the membership present or represented by proxy at a duly called Congregational Meeting. If needed, a schedule of implementing the approved amendment(s) shall be presented at the meeting. Notice of the proposed change shall be contained in the notice of the meeting.