

BY-LAWS OF THE GROSSE POINTE UNITARIAN CHURCH GROSSE POINTE,
MICHIGAN Affiliated with the Unitarian Universalist Association

ARTICLE I - NAME

The name of this Society shall be the GROSSE POINTE UNITARIAN CHURCH.

ARTICLE II - PURPOSE

To unite ourselves together as the GROSSE POINTE UNITARIAN CHURCH, of Grosse Pointe, Michigan, for the purpose of creating a church home for ourselves and our children, to which we can welcome all of like spirit, and from which we can send out an enlightening and uplifting influence into the world. We believe in, and would be guided by, the universal principles of religion and morality as interpreted by the growing knowledge and conscience of mankind.

The congregation declares and affirms its special responsibility to promote the full participation of persons in all of its endeavors without regard to race, color, gender, disability, affectional or sexual orientation, age, or national origin.

ARTICLE III - MEMBERSHIP

We invite to our fellowship all who sympathize with our ideas, who are helped by our worship, or who wish to work with us in promoting human welfare, without regard to race, national origin, or other such considerations.

- A. Regular Members shall be those persons sixteen (16) years of age or older who have signified their desire to become Regular Members by each signing a card or other record provided for the purpose, and who have been recorded as Regular Members in the minutes of the Board of Trustees. The Board of Trustees shall record their memberships at the regular meeting of the Board next following receipt of such cards or records, and membership shall date from the time of such Board action.
- B. Regular Members who have moved to places of residence too far removed from the Church to enable them to participate in its activities may be removed from the file of active Members by action of a majority of the Board of Trustees. Upon such members' request in writing, they shall be retained on the Newsletter or similar mailing lists.
- C. Membership of a Regular Member shall continue until the death of such Member or until such Member submits a written resignation or request for a letter of transferal or recommendation to another church or until such Member has absented him/herself from participation in the life of the Church for two years, in which case he/she may be dropped from the membership rolls by appropriate action of the Board of Trustees.
- D. Letters of withdrawal, transferal or recommendation to any other church may be given by the Minister, the Secretary or any other duly authorized officer of the Society.

E. All commencements, changes and terminations of membership shall be noted in the minutes of the Board of Trustees as soon as possible after their occurrence.

F. The Board of Trustees shall make provision for the constant maintenance of an up-to-date list of members by the Minister, the Secretary or other authorized person, and the Secretary or such person or persons as are appointed by the President shall prepare an official list of voting Members for all regular Congregational Meetings, and for such other occasions as the Board may direct.

ARTICLE IV - OFFICERS AND THEIR DUTIES

A. At each Annual Meeting there shall be chosen from the Membership a President, a Vice-President a Secretary, a Treasurer, an Auditor, a Chairperson of Religious Education, and a Leadership Development Committee of five, all of whom shall hold office for one year or until their successors have been elected and qualified, and who shall perform the duties pertaining to their respective offices. The term of office will coincide with the Society's fiscal year. If more than one candidate is nominated for a given office, election for that office shall be conducted by written ballot. Any vacancy in any of these offices shall be filled by the Board of Trustees for a term of office continuing until the next Annual Meeting.

B. The President shall preside at all business meetings of the Society and of the Board of Trustees.

C. It shall be the duty of the Vice-President to act in the place and stead of the President during the absence of the President or in the case of his/her inability or failure to act. The Vice-President shall call and preside over the meetings of the Church Council.

D. The Secretary shall record all votes of the Society and all special events in its history, prepare and keep a roll of its Members, receive applications for Membership and act as Secretary of the Board of Trustees, entering their proceedings on the records of the Society.

E. The Treasurer shall receive and hold the income of the Society, make payments from such income on orders of the Board of Trustees or as provided in Article XIII, paragraph C of these By-Laws, and keep a regular account of all receipts and expenditures. The Treasurer's books shall be open at all reasonable times for inspection by Members and he/she shall make a written report to the Annual Budget Meeting for the current fiscal year preceding the Meeting. Upon due notice he/she shall make reports at any other meeting. Said reports shall be recorded in the Society's records.

F. The duties of the Chairperson of Religious Education shall be to preside over the Religious Education Committee.

ARTICLE V - BOARD OF TRUSTEES

A. The Board of Trustees shall be composed of the President (who shall serve as Chair of the Board), Vice-President, Secretary, Treasurer, Chairperson of Religious

Education, and four additional Trustees. At each annual meeting one member shall be elected to the Board for a three year term, except every third year two members shall be elected to the Board for a three year term. No Trustee except an appointee serving during an unexpired term shall be eligible for reelection to the Board for one year following the expiration of his/her term as Trustee.

B. All members of the Board of Trustees shall have the right to vote at meetings of that body (provided, however, that the presiding officer at such meetings shall abstain from voting except in case of a tie). If any Trustee vacates his/her position, that vacancy may be filled by the remaining Board members constituting a quorum for a term continuing until the next Annual Meeting, at which Meeting an election shall be held to fill any then unexpired term of the vacating Trustee.

C. The Board of Trustees shall have general charge of the real estate and equipment of the Society, the conduct of its financial affairs and control of its administration including the appointment of necessary committees, but no contract or commitment involving an expenditure of more than fifteen thousand dollars or 10% of the annual operating budget (whichever is greater) shall be made without the vote of the Society. The Board of Trustees shall hold regular monthly meetings during the Church year. The agenda of the regular monthly meetings of the Board of Trustees shall include, but not be restricted to, reports from the Minister and Treasurer. Special meetings may be called at any time by the President, the Secretary or not less than three members of the Board upon twenty-four hours' notice. Five members of the Board shall constitute a quorum and all questions shall be decided by a majority vote of those present, not less than a quorum.

D. The Board of Trustees may grant permission for meetings to be held in Church facilities and such permission shall be recorded in the minutes of the Board. The Board may delegate a person or committee to act on its behalf and in accordance with guidelines established by the Board to grant permission for meetings in Church facilities and to negotiate rental contracts. This person or committee shall be directly responsible to the Board and will make periodic reports to the Board on all meetings held in Church facilities other than regular meetings of the Church or weddings or funerals.

E. In the event that both the President and the Vice-President are unavailable at any Board meeting the voting members may, if they constitute a quorum, select an acting chairperson and conduct regular business.

F. The Executive Committee shall be composed of the President, Vice-President, Treasurer and Secretary. The Executive Committee shall carry forward the program and plans of the Church and Board. It shall exercise the powers and duties of the Board when necessary, between meetings of the Board. It shall report promptly to the Board all action taken. It shall assist the President in preparing an agenda for each Board meeting and shall gather and evaluate relevant data pertaining to each item of the agenda. It shall have further such powers and duties as the Board shall assign.

ARTICLE VI - CHURCH COUNCIL

There shall be a Church Council made up of such representative Members of organizations, groups and committees within this Society as may from time to time be designated by the Board of Trustees. The duties of the Church Council shall be to coordinate Church program, and to make periodic reports and recommendations to the Board of Trustees.

ARTICLE VII - THE MINISTER

The Minister shall be chosen, and his/her initial salary determined, by a written vote of two-thirds of the qualified Members of the Society, voting at a meeting called for this purpose. The Minister may be dismissed by a majority of a written vote of the qualified Members of the Society voting at a meeting called for that purpose. The Minister shall be in charge of all religious meetings held in the Church proper. The Minister shall have the right to attend all meetings of the Board of Trustees and it shall be his/her duty to bring to the attention of the Trustees any matter which seems to him/her to be proper, and to make any recommendations that he/she wishes, but the final decision in matters of policy and procedure shall remain with the Board of Trustees or with the Members of the Society acting at a legal meeting. The Minister may be an ex-officio Member without vote of any Church committee, except the Leadership Development Committee.

ARTICLE VIII - SERVICE

Public services for worship shall be conducted on each Sunday except during any summer closing. Services may be held during the summer, at the discretion of the Board of Trustees.

ARTICLE IX - CONGREGATIONAL MEETINGS

- A. The Annual Meeting of the Society shall be held each year in May, at such time and place as shall be fixed by the Trustees. Special meetings of the Society may be called by the Board of Trustees and shall be called by them upon the written request of ten per cent (10%) of the voting Members of the Society.
- B. There shall be an Annual Budget Meeting of the Society within the 90 day period preceding June 30, at such time and place as the Board of Trustees may decide. At the discretion of the Board of Trustees, this meeting may be combined with the Annual Budget Meeting of the Society. The Board of Trustees shall submit for approval by the Members a Budget for the fiscal year commencing on the following July 1, as described in Article XIII. The final Budget shall be adopted by a majority of the Members present.
- C. Notices of meetings, annual and special, shall be given by the Secretary by mailing (US mail or electronic mail) copies thereof at least seven days but not more than

thirty days before the meeting to each Member of the Society at the addresses shown on the books of the Society.

D. At the Annual Meeting any business of the Society may be considered and acted upon, but at special meetings only such business as is specified in the notice thereof shall be acted upon.

E. The President of the Society or the presiding officer shall establish the order of business at the Annual Meeting. Such order of business shall include, but not be restricted to:

1. Call to order
2. Approval of the minutes of the last Annual Meeting and minutes of intervening special meetings of the Society
3. Report of the Leadership Development Committee
4. Election of Officers, Trustees and Leadership Development Committee
5. Reports of the Board of Trustees, Minister, Treasurer and subsidiary units
6. Report of election results
7. Introduction of newly elected Officers and Trustees
8. Old business
9. New business
10. Adjournment

F. Robert's Revised Rules of Order is hereby adopted as the parliamentary authority of this Society except as otherwise provided by these By-Laws.

G. Twenty-five per-cent of the qualified voting Membership of the Society shall constitute a quorum at any Annual or special meeting, except at meetings called to settle or dismiss a Minister; at such meetings a majority of the qualified voters of the Society shall be necessary.

ARTICLE X - VOTING

A. Voting and eligibility for elective office at any Annual or special meeting of the Society shall be limited to those Regular Members (defined previously in Article III) (a) who have been recorded as Members at a meeting of the Board of Trustees and (b) who have, as a matter of record on the books of the Society, contributed to the Society during the twelve (12) months completed before the month in which the meeting is held an amount sufficient to cover the current costs of membership in the Unitarian Universalist District of Michigan and the Unitarian Universalist Association. The requirement for a minimum monetary contribution may be waived by the Board upon the recommendation of the Minister or the Minister's designee. Voting shall normally be by Members present at regularly or specially called meetings.

B. Voting shall normally be conducted by voice vote or, in case of doubt, by a show of hands. Any Member may call for a show of hands on any question, and the Presiding Officer must then conduct the voting by such a show of hands.

C. The Board of Trustees or the Presiding Officer may choose to conduct voting by secret ballot on a given question, except in elections as provided for under Article IV, Section A and Article VII of these By-Laws.

D. Ten Members or more may submit a request to the President for a secret ballot on a given question and such request must be honored, provided it is submitted in writing at least 72 hours prior to the stated time of the meeting at which the question is to be voted.

E. The Board of Trustees may provide for the use of absentee ballots, and the terms and acceptability of such ballot, on questions of such importance that they deem it advisable. However, votes cast by absentee ballot shall not count toward the establishment of a quorum for the meeting at which the question on which the ballot is cast is considered.

ARTICLE XI - LEADERSHIP DEVELOPMENT COMMITTEE

At its first meeting which shall be called by the President of the Society, the Leadership Development Committee shall elect a Chairperson from among its Members. The Leadership Development Committee shall prepare a list of nominations for all vacancies to be filled at any meeting. Additional lists of nominations signed by at least ten Members of the Society may be furnished to the Leadership Development Committee not less than 15 days before the Annual Meeting. The list prepared by the Leadership Development Committee shall be posted on the Church bulletin board three Sundays before the meeting and lists of additional nominations by Members shall be posted two Sundays before the meeting.

ARTICLE XII - FISCAL YEAR

The fiscal year shall end June 30.

ARTICLE XIII - THE BUDGET

A. The Budget for each fiscal year beginning July 1 shall include a reasonable estimate of all anticipated receipts and the total expenditures contemplated by the Board of Trustees, including a summary of the general character and amount of the expenditures. This Budget shall be adopted by the Society as outlined in Article IX, Section B. In addition to the regular Budget, the Board shall be authorized to expend gifts donated for specific purposes for such purposes.

B. Approval of a Budget as provided in Section A of this Article shall be deemed to constitute the vote of the Society required under Article V of the By-Laws for any contract or commitment provided for in the Budget. Such approval shall not, however, require any specific expenditure or expenditures and the Board of Trustees shall have

full responsibility and authority with respect to all expenditures provided only that the total expenditures for any fiscal year shall not exceed the amount included in the Budget.

C. The Board of Trustees shall establish the basis for payment of all bills.

ARTICLE XIV - DISSOLUTION

In the event of dissolution of this Society, distribution of assets remaining after payment of all debts and obligations shall be transferred to the Unitarian Universalist Association, a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code as amended, or under corresponding provisions of any subsequent Federal laws. These funds are to be used for the general purposes of the Unitarian Universalist Association.

ARTICLE XV - AMENDMENTS

These By-Laws may be amended or repealed in whole or in part by a two thirds vote of the Members voting, not less than a quorum, provided that written notice of any proposed changes shall be given to the Members not less than 15 days prior to such vote being taken.

Authorized by the Congregation at the Congregational Meeting held on May 15, 2016