

BY-LAWS

of the

FIRST UNITARIAN CHURCH OF ALTON

A Religious Corporation

ARTICLE I – NAME AND PURPOSE

Section 1: The name of the church shall be “First Unitarian Church of Alton.”

Section 2: Purpose of the corporation shall be for religious worship and the corporation shall exist and operate under the “Religious Corporation Act” of the State of Illinois, (ILL Stat. Chap. 32, Sec. 164, et seq.), as the same is or shall be amended from time to time, pursuant to resolution of the congregation adopted May 27, 1949, as shown by affidavit of Incorporation filed July 1, 1949, in Book 11.37 at Page 413 in the Recorder’s Office of Madison County, Illinois.

Section 3: The purpose of this church is to foster liberal religious living through worship, study, service and fellowship.

Section 4: This church is congregational in tradition and polity. Nothing in these By-Laws is to be construed as an authoritative test of right belief. The Unitarian Universalist Association, of which this church is a member, promulgates the following statements as principles supported by the majority of member congregations of the UUA.

1. The inherent worth and dignity of every person;
2. Justice, equity and compassion in human relations;
3. Acceptance of one another and encouragement to spiritual growth in our congregations;
4. A free and responsible search for truth and meaning;
5. Democracy and the rights of conscience in our congregations and in society;
6. The goal of world community with peace, liberty, and justice for all;
7. Respect for the interdependent web of all existence of which we are a part.

ARTICLE II – STATEMENT OF INCLUSION

This congregation affirms and promotes the full participation of persons in all our activities and endeavors; including membership, programming, hiring practices, and the calling of religious professionals; without regard to race, color, gender, physical or mental challenge, affectional or sexual orientation, age, class, or national origin.

ARTICLE III – MEMBERSHIP

Section 1: The members of this church shall comprise those persons who find themselves in sympathy with the purposes and programs of the church and sign the membership book of the church witnessed by two members of the Board of Trustees.

Section 2: Voting members shall be all those members who have at anytime within the past two years actively participated in, or sustained by contribution of record, the activities of the church. Each member shall have one vote on any question before the membership.

Section 3: Certificates or letters of membership in good standing, shall on a member’s request, be granted in proper cases and signed by the Minister or the President of the church. A person may be removed from membership through that person’s written request, or through the recommendation of the Board of Trustees when a member has died, moved away, or cannot be located.

ARTICLE IV – DENOMINATIONAL AFFILIATION

This church shall be a member of the Unitarian Universalist Association, Central Midwest District, and the St. Louis Area Unitarian Universalist Council. It is the intention of this church to make annual financial contributions equal to its full share as determined by the Association, the District, and the Council.

ARTICLE V – MEETING OF MEMBERS

Section 1: The regular annual meeting of the membership shall be held in the last quarter of the fiscal year at such place, date, and hour as may be designated by the Board of Trustees. The purpose of this meeting shall be to elect the officers and trustees as provided in the By-Laws and to receive reports from the officers, minister, and various committees about their work and progress, and such other matters that may come before the meeting.

Section 2: A regular semi-annual meeting of the church shall be held between November 1st and January 31st of the fiscal year at such place, date, and hour as may be designated by the Board of Trustees. The purpose of this meeting shall be to receive reports of the officers, minister, and various committees on their work and progress, and such other matters that may come before the meeting.

Section 3: Special meetings of the members shall be held at any time at the call of the Executive Committee or the Board of Trustees at such time and place as may be designated in the call. On written petition of at least 5 members of the congregation the Executive Committee shall call a special meeting of the members for the purposes stated in the petition.

Section 4: Members shall be notified of all regular and special meetings at least two weeks prior to the date of such meeting.

Section 5: A quorum at any meeting of members shall be twenty-five percent of the congregation's voting members present in person, except as specified differently herein for special meetings. No absent member shall be entitled to vote by proxy. In the event of illness, family emergency, or other reasons necessitating absence, a member shall be entitled to vote by absentee ballot. Said ballot shall be signed, sealed, and delivered to a member of the Board prior to voting.

Section 6: Any resolution which is presented to the congregation at a special meeting or at the annual or semi-annual meeting, and which is to be publicized outside the confines of the church, shall require the affirmative vote of two-thirds of the members voting in order to pass. In addition, the meeting minutes prepared by the secretary shall include all pertinent information concerning the vote (e.g., the number of voting members in the church, the number of voting members present at the meeting, and the number voting for and against the motion).

ARTICLE VI – TRUSTEES

Section 1: The Board of Trustees shall, after June 30, 2010, consist of seven elected members and the Minister, who shall be an ex-officio, non-voting member. The seven members shall include the five officers (i.e., President, President-elect, Past-President [most recent available], Secretary, and Treasurer) and two members-at-large. All Trustee terms are for three years and begin on July 1st. Elections shall be held at the annual meeting. Trustees shall not be eligible for re-election to the Board of Trustees for one year after the expiration of a full three-year term with the exception of the Treasurer who may be elected to serve a second full term.

Vacancies that occur between congregational meetings shall be filled by the Board of Trustees until the next congregational meeting. Until June 30, 2010, the Board of Trustees shall have an additional at-large member, for a total of eight elected members, provided however, that if one of the existing at-large members of the Board of Trustees resigns or is removed prior to June 30, 2010, the Board shall not fill that vacancy.

Section 2: Exceptions to the By-Laws regarding the election of Trustees and their terms of office may be made with the approval of the congregation.

Section 3: All of the affairs of the church shall be under the control and jurisdiction of the Board of Trustees, except the matters which are by law or herein reserved to the congregation. The Board of Trustees shall provide for the raising and disbursing of the funds of the church and auditing the books. The Board of Trustees shall have general care and control of the real and personal property of the church and shall receive and appropriate all sums, gifts, contributions, and donations for the purpose of the church as they see fit, subject however to any limitations, if any, of such gift. The Board of trustees shall not, however, create any debt beyond the current budget expenses, unless authorized by a 2/3/ vote of the members present at any regular or special meeting of the members of which notice of the proposed expenditure and its purpose was contained in the call of the meeting.

Section 4: The Board of Trustees shall arrange the terms of settlement of such minister as the church may call and provide an incumbent for the pulpit when there is no settled minister.

Section 5: The Board of Trustees shall provide an order of business for all meetings of the members and shall lay before the regular annual meeting a report of the substance of their transactions with full financial statements and estimate of proposed budget for the ensuing year. The Trustees shall at all times keep the congregation well informed concerning the church affairs. The Trustees shall at all times and in all matters be subject to the instructions of the congregation by resolution duly passed at any meeting of the congregation held in accordance with the By-Laws.

Section 6: The Board of Trustees shall hold regular meetings at such time and place as may be fixed from time to time by resolution of the Board of Trustees and shall hold special meetings at such time and place as may be designated by the President. Reasonable notice of such meetings shall be given as the Board itself may determine. A quorum for a regularly scheduled meeting shall be five members of the Board of Trustees.

ARTICLE VII – OFFICERS

Section 1: The officers of the Church shall be a President, President-Elect, Past President, Secretary, and Treasurer. The Presidency is a three position office. The individual elected to be President-Elect one year automatically becomes President the next year, then Past President the third year. The Secretary and the Treasurer each have a three-year term of office.

Section 2: Duties of the Board of Trustees:

- A. The President of the Board of Trustees also serves as the President of the Church and has the usual duties of a chief officer. These include:
 - 1. Call and preside at all regular and special congregational meetings and issue agendas for such meetings at least 10 days in advance;
 - 2. Call and preside at all regular and special meetings of the Board of Trustees;
 - 3. Act as executor of the Board of Trustee decisions;
 - 4. Work with the President-Elect and Past President to fill standing committee chairs within 30 days of taking office;
 - 5. Report to the congregation on the year's activities, achievements, and problems at the semi-annual and annual congregational meetings.
- B. The President-Elect shall:
 - 1. Serve as President of the Church and of the Board of trustees in the absence of the President;
 - 2. Assist in recruiting committee chairs and committee members and orienting them to the functions and responsibilities of each committee;

3. Facilitate the work of Standing Committees by coordinating meeting times for said committees and informing chairs of these committees about denominational issues and educational opportunities, as well as any other issues needing attention or action;
 4. Maintain current Operating Papers for each committee.
- C. The Past President shall:
1. Work with the President and President-Elect to identify and fill standing committee chairs;
 2. Serve on the Nominating Committee and review by-laws;
 3. Act as an advisor to the other officers and trustees.
- D. The Treasurer shall:
1. Be responsible for keeping records of income, disbursements, and investments (actual tallies, deposits, and disbursements may be conducted by a board approved assistant);
 2. Make financial reports at each regular meeting of the Board of Trustees or Congregations, or when requested to do so by the Board of Trustees;
 3. Serve as liaison to the Finance Committee and to any endowment/trust/management and/or planning committee authorized by the Board of Trustees.
- E. The Secretary shall:
1. Take minutes at all Board, Executive, and Church Membership meetings;
 2. In coordination with the Church Office Manager, provide copies of the minutes from each meeting to the appropriate individuals (e.g., Board Members, Minister, and /or church members.);
 3. In coordination with the Church Office Manager, maintain a file of approved minutes as a permanent record of the business of the church;
 4. Prepare and send a summary of all meeting minutes to the newsletter editor;
 5. Send correspondence as directed by the Board or the Membership;
 6. Serve as Board Liaison to the Church Office Manager.
- F. Every Trustee will serve as liaison to Church committees. These one-year assignments shall normally be made at the first meeting of the Board of trustees in the new Church year. As liaison, the Trustee will:
1. Initiate and maintain contact with the assigned committee(s) and serve as an ex-officio, active member of it;
 2. Bring before the Board of trustees any committee requests or recommendations involving policy or monetary matters requiring Board of Trustee action;
 3. Report to the Board of trustees at least once each year on the general goals, achievements, and problems of the assigned committee(s).

Section 3: The officers shall perform the usual duties pertaining to their respective offices under the direct control of the Board of Trustees and any special duties named herein.

ARTICLE VIII – MINISTER

Section 1: The Minister shall be responsible for the conduct of worship within the church and the spiritual interests and activities of its members. 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 perform the usual duties pertaining to the office under the direction of the Board of Trustees. The Minister shall, with Board of Trustees, determine and arrange other meetings for edification or usefulness. The Minister shall be a non-voting ex-officio member of the Board of Trustees and

of all committees except the Nominating Committee, the Executive Committee, and the Ministerial search Committee.

Section 3: The Minister shall be called on recommendation of the Ministerial Search Committee by a four-fifth (4/5) majority of the voting members of the church present at any meeting legally called for the purpose. The quorum for such a meeting is to be constituted by 40% of the voting members.

Section 4: The Minister may be dismissed by a majority vote of the voting members of the church present at any meeting legally called for the purpose; quorum for such a meeting to be constituted by 40% of the voting members.

Section 5: In the event of the Minister's dismissal, his or her salary and allowance shall be continued for three months after date of dismissal. Should the minister submit a resignation, three month's notice must be given at the time the resignation is made, except the Board of Trustees may allow an interval of less time.

ARTICLE IX – COMMITTEES

Section 1: The Executive Committee shall consist of the Past President, Current President and President-Elect and shall be empowered to act for the Board of Trustees on all matters requiring immediate attention between meetings of the Board which are not amenable to an e-mail vote. For the Executive Committee to act, two of the three members must agree, and the topic plus the vote must be described and recorded in the Minutes of the next Board meeting.

Section 2: The Nominating Committee shall consist of three members. Two, who are elected by the congregation at the annual congregational meeting, may not be members of the Board of Trustees. The third member of the committee shall be the Past President whose term ends at the end of the fiscal year of the annual congregational meeting. The Past President shall be the committee chair. If a vacancy occurs in the Nominating committee, the President shall, with the concurrence of the Board, appoint a replacement.

The Nominating Committee shall solicit suggestions and recommendations from the Board and the congregation prior to creating a recommended list of nominations. The Nominating Committee report of nominations for officers, trustees and elected members of the succeeding Nominating Committee shall be presented to the Board and the congregation 30 days prior to the annual meeting. At the time of the regular annual meeting, other names may be placed in nomination for any elected position, provided the consent of the nominee is obtained.

Section 3: The Board of Trustees designates the function of standing committees and creates ad hoc committees as needed to conduct church affairs. Some Committees and Teams report to the Minister while others report to the Board; specific committees or teams and the reporting relationships are designated in the Church Policy and Procedures Manual. The president appoints chairs, with approval of the Board of Trustees, by the end of July of each fiscal year. These appointments are for one year and may be renewed.

Section 5: Endowment Committee. There are three signatories authorized for the Endowment Fund (the Endowment's Financial Secretary, the Treasurer and Secretary) with two signatures required for any transaction. The Endowment Committee Chair has internet access to review records but does not have signature authority. (as established by Board on 5/12/10)

In order to provide a predicable level of contribution to the operating budget of the church: The church Endowment Fund will make a yearly disbursement of funds to the operating account of the church. This disbursement will be made within 90 days of the beginning of the fiscal year. The value of this disbursement will be determined by the following formula:

$$SI_{31} = R \frac{\sum_{i=1}^{30} V_i}{30}$$

Where:

- SI31 = Spendable income from the Endowment Fund.
- R= Rate of return (0.04).
- Vi=Value of the Endowment Fund, in real dollars, at the close of market on the last business day of the fiscal year “i”.
- “i” is the index that denotes each of the previous 30 years. Where i=1 indicates the fiscal year just finished.
- SI31 is constrained as follows:

$$V_1(0.03) \leq SI_1 \leq V_1(0.06)$$

The actual methodology and execution of the calculation shall be the responsibility of the Endowment Committee with oversight and advice of Finance Committee. Any method used will conform to the above formula and constraints.

Until such time as the Endowment Fund has been in existence long enough to perform this calculation in full, the Vi for any year the Endowment Fund did not exist will be set to the value of the Endowment Fund in its first year indexed to the Standard & Poor’s 500 Stock Index.

ARTICLE X – FISCAL YEAR

The fiscal year shall begin July 1.

ARTICLE XI – DUES

No fixed dues or assessments shall ever be levied against any member. All conditional gifts, bequests, or devices limited for specific uses and purposes shall be subject to acceptance by the Board of Trustees.

ARTICLE XII – AMENDMENTS

These By-laws, so far as allowed the law, may be amended or replaced at any meeting of the members by a two-thirds (2/3) vote of those present and voting. Notice of the proposed change shall be contained in the notice of the meeting.

ARTICLE XIII – DISSOLUTION

Should this church cease to function and the membership vote to disband, any assets of the church will be transferred in accordance with the wishes of the congregation at the time of dissolution. Such transfer to be made in full compliance with whatever laws are applicable.

ARTICLE XIV – RULES OF ORDER

The official rules of order on all points not covered in these By-Laws for meeting of this church shall be *Robert’s Rules of Order, Newly Revised*, as published by Scott, Foresman, and Company.

Approved by vote of the members at a regular meeting held October 26, 1949, as amended, April 30, 1950; January 7, 1951; June 8, 1955; August 19, 1956; September 18, 1960; October 9, 1963; April 10, 1968; April 27, 1978; October 27, 1985; December 11, 1988; April 18, 1990; April 24, 1991; March 13, 1994; May 10, 2001; December 14, 2003; December 11, 2004; May 20, 2005; May 19, 2006; December 3, 2006; January 16, 2009, May 31, 2009, May 23, 2010, May 17, 2015.

Attest: Sabrina Trupia, Church Board President, May 17, 2015