

THE FIRST UNIVERSALIST FIRST PARISH UNITARIAN CHURCH
Haverhill, Massachusetts

BYLAWS

As approved June 14, 2017 and ratified September 24, 2017 to take effect September 25, 2017, as per Article XII.

ARTICLE I

Name

The name of this organization shall be “The First Universalist First Parish Unitarian Church” in the City of Haverhill. This Church is the result of the consolidation of the First Universalist Church of Haverhill and The First Parish (Unitarian) of Haverhill. It operates under the name the Universalist Unitarian Church of Haverhill. Wherever the word "Church" is used in these bylaws or their amendments, it shall signify the legal organization of this Church as herein established; and the phrase "a vote of the Church" or any similar phrase shall mean a vote of the voting members of the corporation comprising the Church at any duly called Congregational Meeting.

ARTICLE II

Purpose

Section 1. The purpose of this organization is the study and practice of religion in freedom and fellowship.

Section 2. A statement of faith in this Church is:

Love is the doctrine of this Church
The quest for truth is its sacrament
And service its prayer.
This is our great covenant:
To dwell together in peace,
To seek the truth in love,
And to help one another.
To the end that all souls shall grow in harmony with the divine

Adapted from James Vila Blake

Neither this nor any other creed shall be a condition for admission to this Church.

ARTICLE III

Affiliation

This Church shall be affiliated with the Unitarian Universalist Association and accepts the obligations of mutual council, community, and cooperation in fostering and extending the interest of the denomination.

ARTICLE IV

Membership

Section 1. Any person who is in sympathy with the purposes of this organization may be received into the fellowship of this Church by the Minister or, in the Minister's absence, by the Chair of the Board of Trustees. Membership shall be affected by receiving the right hand of fellowship from the Minister or Chair of the Board of Trustees and by signing the Church membership book. No test of creed shall be imposed as a condition of admission to fellowship in this Church. However, it is specifically understood that as part of accepting membership into this congregation the new member accepts the Behavioral Covenant of the Universalist Unitarian Church of Haverhill and the Principles of the Unitarian Universalist Association. It is specifically understood that membership in this congregation is welcomed for all without regard to race, color, creed, sex, sexual orientation, disability or national origin.

Section 2. The Registrar shall maintain lists of voting and non-voting members. A voting member is one who has signed the membership book, is at least 18 years of age, lives locally, and makes a financial contribution of record. This contribution should be at least equal to the fair share assessments of the Unitarian Universalist Association and New England Region plus the cost of communications. The membership requirements may be waived upon request by the Board of Trustees. A non-voting member is one who meets some but not all of the above requirements. A member's name will be removed from the membership list upon death or resignation. A member's name may be removed after a period of inactivity of two years as approved by the Board of Trustees.

Section 3. The membership lists shall be reviewed annually. The Board of Trustees shall rule on any membership dispute. The membership count reported to the Unitarian Universalist Association shall include only voting members.

ARTICLE V

Voting Powers

Section 1. All voting members of this Church may vote at all Congregational Meetings and on all questions except that only those who have been voting members for one year at the call of the meeting may vote on the following:

- A.** To call or dismiss a minister;
- B.** To convey property to or from the Church;
- C.** To expend the principal of endowment funds; or
- D.** To dissolve the Church.

Section 2. A proxy or absentee vote shall not be honored in any legally called meeting of this Church.

ARTICLE VI

Congregational Meetings

Section 1. The annual meeting of this Church shall be held in May or June before the end of the Church year, upon the call of the Clerk, to receive the yearly reports of officers, organizations, committees, the Minister, and the Board of Trustees; to elect officers; to adopt the annual budget; and to transact any business to come before the meeting.

Section 2. Special congregational meetings may be called at any time by a majority vote of the Board of Trustees, or on written application to the Clerk by not less than one-fourth of the voting membership. The Clerk shall issue the call for the meeting (as defined in Section 3, that follows), stating the nature of the business to be transacted.

Section 3. In accordance with the requirements of the laws of the Commonwealth of Massachusetts, notices for corporate meetings (herein referred to as annual or congregational meetings) shall include the time, place, and exact purpose of the meeting and shall be mailed by the Clerk or electronically sent by the Administrator to all members eligible to vote at least ten (10) days prior to said meeting.

Section 4. Other meetings of the general membership may be called for the transaction of business except for action requiring legal notice (as defined in the preceding sections).

Section 5. One fourth of the voting membership of the Church shall constitute a quorum for the transaction of the business of the Church.

Section 6. All contested elections shall be by ballot, but for uncontested elections, a voice vote or show of hands is acceptable. Unless otherwise required, a majority vote is decisive.

Section 7. The official year of the Church shall begin on July 1. All officers, boards, and committees shall assume their duties at that time and continue in office until their successors take office.

Section 8. All officers, boards, and committees shall submit a written annual report to the Church office prior to the annual meeting. Such officers, boards, and committees shall also submit reports at such times as may be requested by the Board of Trustees.

Section 9. For election of Church Officers and members of the Board of Trustees and Endowment Committee, nominations will be accepted from the Nominating Committee and from the floor. Nominations from the floor require a second and the agreement of the nominee.

Section 10: The Clerk shall be responsible for ensuring that minutes of each congregational meeting are taken. Approval of those minutes will be the responsibility of the Board of Trustees. Once approved, the minutes of every congregational meeting shall be available from the Church Office.

ARTICLE VII

Board of Trustees

Section 1. The Board of Trustees shall hold in trust all property of the Church not held by the Endowment Committee and shall carry on the business of the Church during the interval between annual or special meetings of the Church. The Board of Trustees shall, in the interval between annual meetings, appoint replacements for vacancies that arise in any of the elected positions including officers, members of the Board

itself and members of the Endowment Committee.

Section 2. The Board of Trustees shall consist of seven (7) to nine (9) members, all of whom shall be voting members of the Church (as defined in Article IV). A quorum shall consist of a majority of the duly serving members at any given time. At each annual meeting, voting members of the congregation shall elect the number of nominated individuals required to maintain a seven to nine member board. Trustees shall be elected for a term of three (3) years. The incoming Board of Trustees shall meet in June for the purpose of electing a chair and vice chair for the following Church year, and to review its membership. A person who has served a full three-year term as a Trustee shall not be eligible for re-election as Trustee until after the expiration of one Church year. The Board of Trustees may declare that a vacancy exists on the Board when any Trustee is absent from three (3) consecutive, regular meetings.

Section 3. The Board of Trustees shall meet monthly to receive and act upon reports of the Minister, Church Officers and to promote the working program of the Church. These meetings are open to the congregation except when by vote of the Board of Trustees an executive session is called. The Board of Trustees shall have the power to appoint such temporary committees from time to time as may be necessary for the effective operation of the Church. The Board of Trustees shall order the calling of Congregational Meetings by the Clerk, which call shall contain a clear statement of the business to come before said meeting. Once approved, the minutes of every non-executive session shall be available from the Church Office.

Section 4. The Chair of the Board of Trustees (Board Chair) shall serve as President of this Congregation. The Board Chair shall be empowered to sign for the Church all legally binding documents so long as they are not in conflict with these Bylaws and have been approved, in substance, by either a binding vote of the Board of Trustees for amounts not exceeding 5% of the current year's operating budget or a binding vote of a duly called Congregational Meeting. Such documents would include but are not limited to, documents such as contracts and loan agreements. The Board of Trustees may designate the current Vice Chair of the Board of Trustees to sign such documents in addition to the Board Chair or in the absence of the Board Chair.

ARTICLE VIII

Officers: Election, Powers, and Duties

Section 1. The officers of this Church shall be voting members of the Church. Officers include:

A. A Clerk, shall be elected at the annual meeting for a term of one year. Should the position be vacant for any reason, the Board of Trustees may appoint a new Clerk for the remainder of the term. The Clerk's duties shall be to keep a faithful record of the proceedings of every official meeting of the Church and of the Board of Trustees; issue a warrant for the annual meeting and preside at said meetings until the election of a Moderator; give notice of all meetings of the Church when required to do so by the Board of Trustees as specified in these bylaws. The Clerk shall ensure that all records and legal documents of the Church are secured in the Church Office. The Clerk shall be an ex-officio member of the Board of Trustees, without vote.

B. A Treasurer, shall be elected at the annual meeting for a term of three years. Should the position be vacant for any reason, the Board of Trustees may appoint a new Treasurer for the remainder of the term. The Treasurer's duty shall be to receive all monies raised and to disburse same according to the direction of the Board of Trustees. The Treasurer shall pay the bills of the Church on order of the Board of Trustees, or their properly appointed agent; and shall make a written monthly report to the Board of Trustees. The Treasurer shall serve as a voting member of the Board of Trustees, and shall also serve as a member ex officio, with

vote, of the Finance and Administration Committee. The Treasurer's books and records shall, at all times, be open to the examination of all voting members of the Church. The Treasurer shall render a complete annual statement in writing at the annual meeting and at such special meetings that are called for that purpose and shall attend such meetings.

C. A Registrar, shall be elected at the Annual Meeting for a term of three years. Should the position be vacant for any reason, the Board of Trustees may appoint a new Registrar for the remainder of the term. The Registrar's duties shall be to keep a correct list of Church membership together with dates and manner of admission, a record of removals, resignations, transfers, and deaths; and such other data as shall, in a clear and comprehensive way, represent the true condition of the Church membership at all times. The Registrar shall make a full and comprehensive annual report on the activities and status of Church membership as of December 31 of that year to the Board of Trustees at their next January meeting for their review. An updated membership list current through March 31 shall be provided to Board at their April meeting to be approved by the Board and presented to the full membership at the next Annual Meeting.

D. Two Auditors, who shall audit every three years the congregational financial records, the endowment funds' records and the operational policies and procedures of the church. This audit will be conducted at the completion of the Church year or at any time there is a change of Treasurer. The results of such an audit shall be printed in the next annual report. Two qualified persons shall be selected by the Board of Trustees to perform this service. The Auditors shall not be the Treasurer, or a member of the Endowment Committee.

E. A Moderator, who shall be elected at the annual or special meetings of the Church and preside at the meeting at which elected.

F. An Historian, who shall be appointed by the Board of Trustees and whose duties shall be to inventory and preserve all non-current records. The Historian shall obtain pertinent documents from Church officers and others for the archives.

ARTICLE IX

Committees: Elections, Powers, and Duties

Section 1. The work essential to the functioning of this Church shall be carried on by the following Permanent Committees. Each committee will operate under their charters or governance policies and stated functions under Article IX. If one of these committees should become inactive, it will be the responsibility of the Board of Trustees to reinstate it.

A. Membership Committee: This committee shall promote and encourage membership and fellowship in the Church.

B. Finance and Administration: This is a management Committee created by the Board of Trustees. The Committee Chair is appointed by the Board of Trustees and should recruit the other members of the committee. The Finance & Administration committee shall be responsible for preparing the annual budget for Church operation, tracking the financial state of the congregation, assuring plans are in place for raising the money to support the budget, and securing ratification of the budget by the Board of Trustees and submitting it to the Annual Meeting for adoption. The committee shall oversee all administrative functions of the Church and make recommendations and set policies or procedures for their effective conduct. The Chair of the Board of Trustees, Minister, and Endowment Committee Chair shall be members ex-officio of this committee,

without vote. The Treasurer shall be an ex-officio member of this committee, with vote.

C. Buildings and Grounds: This committee shall be charged with the care of the buildings and grounds, including repairs and improvements; the selection and duties of the sextons; and long-range planning towards preservation of the Church property. It may, at its discretion, organize itself into two subcommittees: a Landscape Subcommittee to oversee the external grounds of the Church and a House Subcommittee to oversee the operation and maintenance of the Church building.

D. Committee on Ministry: This committee shall consist of three (3) members, each serving rotating three-year terms, to be appointed by the Board of Trustees from a slate of at least three (3) candidates proposed by the Minister and three (3) candidates proposed by the Board of Trustees. The Committee on Ministry represents the total ministry of the congregation, is responsible for monitoring, evaluating, protecting, educating, and advising in respect to the total ministry's effectiveness and which is inclusive of both professional and lay leadership functions.

E. Worship Committee: This committee shall be responsible for activities associated with the worship services, including music, ushers, flowers, coffee hour, and special services as well as for the general aesthetics of the public areas of the Church. It shall synchronize its activities with the Minister and any other affected committees, groups or individuals.

F. Religious Education: The duties of this committee shall be to assist UUCH staff (the Director of Religious Education and the Minister) in determining the scope, aims, and policies of the educational program for children and youth of the Church. Members of this committee shall assist with the scheduling and training of volunteer classroom leaders and youth advisors. The R.E. Committee meets periodically under the direction of the D.R.E. to assess delivery of programming that includes ongoing opportunities for learning and serving in classrooms and our outreach programs.

G. Endowment Committee: This committee shall consist six (6) members, with the Chair of the Board of Trustees serving ex-officio, with vote in case of a tie. The Chair of the Finance and Administration Committee shall serve as a member ex-officio, without vote. Two (2) members of the committee shall be elected at each annual meeting for a term of three (3) years. A quorum shall consist of a majority of the duly serving members at any given time. A person who has served two full three-year terms or more than one three-year term plus two or more years of an unexpired term as a member of the Endowment Committee shall not be eligible for re-election to this committee until after the expiration of one Church year. If a vacancy occurs on the committee, a replacement to fill out the remainder of the unexpired term shall be appointed by a vote of the Board of Trustees. If a member of the Endowment Committee fails to attend three consecutive meetings, the Endowment Committee may vote to declare this a vacancy and request that a replacement be appointed by the Board of Trustees. The committee shall meet and organize itself within two months of the annual meeting. The Endowment Committee shall hold and manage all invested funds now the property of the Church and all property hereafter received by bequest or otherwise as an Endowment, after a vote of acceptance by the Board of Trustees. The income from such funds shall be accounted for to the Treasurer of the Church. It shall be the duty of the committee to make a full report of every investment and the yearly income there from to the Annual Meeting of the Church. By vote of a congregational meeting as defined in Article V, Section 1C, the committee may be authorized or directed to change an investment or to expend the whole or any part of the principal of any unrestricted bequest to said Endowment Fund.

H. Nominating Committee: This committee shall consist of three members, one member appointed by the Board from the Congregation at large, plus the minister and the Vice Chair of the Board. The Nominating

Committee shall post in the newsletter and in the order of service, the names of its members along with a solicitation for candidates for the at-large position. The Nominating Committee will meet no later than April 30 each year. The duty of this committee shall be to present to the annual meeting a list of nominees for Church offices. The positions for which nominees shall be submitted annually are Clerk, Board of Trustees, and Endowment Committee. Nominees for Treasurer and Registrar shall be submitted every third year.

Section 2. Other work of the church shall be carried out by additional committees and task forces, as reflective of the mission of the Church and the interests of the congregation. Each committee shall create a committee charter, and shall be listed as appropriate in the Church policy manual. Such committees and other groups or associations using the Church facilities shall be subject to the rules and regulations of the Church.

Section 3. All committees shall take part in a quarterly Parish Council meeting run by the Vice Chair of the Board of Trustees, keep the Board of Trustees informed of significant activities and needs, submit a written report to the annual meeting, provide the Finance Committee with estimated financial needs in preparation of the annual budget, and notify the Treasurer of receipt of services or merchandise ordered by the committee.

ARTICLE X

Church Staff

Section 1. **Non-Discrimination:** All employees of this church shall be hired without regard to race, color, creed, sex, sexual orientation, disability or national origin.

Section 2. **The Minister**

A. Tenure: The Minister shall be called for an indefinite period by a three-quarters vote of those eligible to vote (as defined in Article V, Section 1, A) and present at a legally called meeting of the Church.

B. Method of Calling: To obtain professional ministerial services, the Board of Trustees shall appoint a search committee and chair, to be composed of members of the congregation. This committee shall include not more than ten (10) nor less than six (6) members. It shall obtain advice from denominational officials on taking a survey of the congregation's needs and expectations, as well as the procedures for seeking and choosing a candidate. After presenting and introducing the candidate to the congregation, the committee shall propose the election of the candidate at a duly called meeting of the congregation. In cooperation with the Board of Trustees, the committee shall negotiate a Letter of Agreement between the candidate and the Church.

C. Termination: While the term of the Minister shall be indefinite, the Church may at any time by a three-fourths vote of those eligible (as defined in Article V, Section 1, A) dismiss the Minister at a meeting called for that purpose. If the Minister has had less than five (5) years' service in the Church, the termination shall be effective no more than 90 days after the vote. If the Minister has had five (5) or more years' service, the termination shall be effective no more than 180 days after the vote. Termination can be effective in less than the times stated above by mutual agreement. The Minister shall give at least 60 days notice in case she or he wishes to leave. In the case of the loss of ministerial standing on the part of the Minister, relations shall cease at once.

D. Duties: The Minister of this Church shall be charged with the conduct of the worship and preaching services; with ministerial care, visitation, and counseling; with denominational cooperation with the larger work of the Church; and with cooperation in such interdenominational and civic causes as are appropriate to the philosophy of the Church. The Minister shall be an ex-officio member, without vote, on the Board of

Trustees and all other committees. The Minister shall assist and advise all officers and committees, promoting an efficient, harmonious functioning of the total Church program and organization. The Minister shall also be responsible for recording all dedications, weddings, services of union, and funerals and/or memorial services performed at the Church and/or by the Minister at a different location.

Section 3. Other Church Employees

A. Tenure: All individuals hired by the Church for special and designated services shall continue that relationship until one month has elapsed after the individual or the Church has given written notice to the other of the desire to discontinue the relationship.

B. Conflict of Interest: Any member of the Church who is also an employee shall not have a vote in matters where a possible conflict of interest might arise.

C. Supervision: In the daily routine of the affairs of the Church, all employees shall come under the supervision of the Minister subject to approval of the Board of Trustees, and as specified in any letter of employment for the specific employee. In order to avoid conflicting directives, the Minister, relevant committee chair and Board Chair must develop the specific duties to be supervised. The Minister, in consultation with the Board of Trustees, has the authority to hire and fire staff.

**ARTICLE XI
Amendments**

To amend these bylaws, the intent to do so must be submitted in writing to the Clerk and included in the warrant of a duly called meeting. If the amendment is approved, it shall be ratified at another duly called meeting no less than 90 days or more than one year later. Approval shall be by majority vote of the membership.

**ARTICLE XII
Approval and Effective Date**

These revised bylaws, as approved at a duly called Congregational Meeting on Sunday, June 4, 2017 and re-approved at a second Congregational Meeting on Sunday, September 24, 2017, take effect September 25, 2017.