

BYLAWS OF THE UNITARIAN UNIVERSALIST CHURCH OF SILVER SPRING

Adopted June 7, 2020. These Bylaws supersede the Constitution of the Unitarian Universalist Church of Silver Spring that was adopted April 4, 1964, and amended numerous times between 1969 and 2018.

PREAMBLE

UUCSS is a welcoming and loving community of seekers of truth and activists of faith. This Church is a sacred space for nurturing spiritual growth and lifelong learning, promoting equity and diversity, and bending the universe toward justice and compassion. In its journey toward spiritual wholeness, this Congregation is committed to building a multicultural community in its membership, its organization, and its activities.

SECTION 1 – NAME

The name of this Church is the Unitarian Universalist Church of Silver Spring. It is a Member Congregation of the Unitarian Universalist Association and regards itself as pledged to foster and extend the interests of the Association, especially through financial support.

SECTION 2 – MEMBERSHIP

2.1 An individual 16 years of age or older who seeks the fellowship of this Church and intends to participate actively and provide financial support to the best of their ability may enroll as a member of the Congregation.

2.2 All members are expected to make an annual financial contribution of record to sustain the operations of the Church. To be entitled to vote at a meeting of the Congregation, a member must have made a financial contribution of record within the previous 15 months. Any member who would suffer financial hardship if required to make a financial contribution may be exempted from that obligation at the discretion of the minister, for a set period or permanently. No member may vote on the calling or dismissal of a minister, dissolution of the corporation, or amending the Bylaws, without having been a member for at least 90 days immediately preceding the vote.

2.3 A member may withdraw from membership by written notice. Members who have not made a financial contribution of record within the previous 15 months, and have not been exempted from such requirement, will be asked whether they intend to continue their membership. A person's membership may be terminated by procedures established by the Board.

2.4 An individual 16 years of age or older who is not enrolled as a member, but who seeks the fellowship of this Church and participates actively to the best of their ability through contributions of time, talent, or money, may be considered a friend of the Church.

2.5 Any member or friend may serve the Church in any capacity, except that an individual must be a member and not less than 18 years of age to serve on the Board, the Leadership Development Committee, a ministerial search committee, or as Treasurer.

SECTION 3 -- MEETINGS

3.1 The Congregation exercises its will at duly called meetings where a quorum is present. A quorum is 20 percent or 50, whichever is less, of the members eligible to vote on a particular agenda item. Decisions will be made by a majority of members present and voting, except as otherwise required by sections 7.2, 8, or 9.1 of these Bylaws, or under procedures established by the Board.

3.2 The Congregation will hold one or more general meetings a year, of which one is the Annual Meeting. The agenda of the Annual Meeting will include adoption of the budget, election of members of the Board, and election of members of the Leadership Development Committee.

3.3 Special meetings may be called by the Board, or on the application to the Secretary by not fewer than 10 percent of the members.

3.4 Notice and the agenda of general and special meetings must be conveyed to each member at least 15 days before the date of the meeting.

3.5 Absentee ballots will be accepted, as determined by the Board. Absentee ballots must be received by the Secretary before the meeting begins. A member who submits an absentee ballot will be counted as present and voting, including for purposes of determining the presence of a quorum.

SECTION 4 – BOARD OF TRUSTEES

4.1 The Board of Trustees is responsible for discerning the Congregation's vision, providing comprehensive long-term planning, promoting the financial health of the Church, and establishing policies and procedures to govern personnel, programs, and operations of the Church, consistent with these Bylaws.

4.2 The Board consists of a Vice President for Planning, who serves as Vice Chair of the corporation; a Vice President for Finances; a Vice President for Personnel; a Secretary; and five Trustees elected at large. The President, elected in accordance with section 4.3, serves as Chair of the corporation. The Minister is a non-voting, *ex officio* member of the Board.

4.3 Not later than two months before the end of each church year, the Board will elect an eligible member of the Board to serve as President for the next church year. An eligible member of the Board is a member whose term of office continues at least through the end of the next church year.

4.4 If the Board member elected to serve as President is one of the Vice Presidents or the Secretary, rather than a Trustee elected at-large, the Board may (a) designate a Trustee at-large whose term of office continues at least through the end of the next church year to assume the office being vacated by the Board member elected as President for the next church year, or (b) direct the Leadership Development Committee to include in the slate of candidates presented at the Annual Meeting the nomination of a candidate designated to assume the office being vacated for the next church year.

4.5 The members of the Board are elected for three-year terms, with three elected in any one year. All persons elected take office at the beginning of the church year, or immediately in the case of special elections to fill vacancies. They serve until their successors are duly elected or appointed, but no longer than three months after the end of their term. No person may serve more than two consecutive terms in the same office nor more than six consecutive years on the Board. Eligibility is regained after one church year.

4.6 Vacancies on the Board (other than the position of President) or on the Leadership Development Committee will be filled by appointment by the President and confirmed by the Board. All appointees to the Board or Leadership Development Committee to fill a vacancy will serve until the next congregational meeting, when the office will be filled for the balance of the term by election.

4.7 In the case of a vacancy in the office of President, the Vice President for Planning will assume office until such time as the Board elects a member of the Board to serve as President until the end of the church year. If the Board member resigning as President also resigns from the Board, the position held by the resigning Board member will be filled by appointment by the incoming President and confirmed by the Board. The Board may designate a Trustee at-large to assume the office being vacated by the Board member elected as President under this section until the end of the church year.

4.8 The Board may establish procedures for removal of a member of the Board.

4.9 The Board will meet at least monthly. A majority of those Board members eligible to vote constitutes a quorum for the transaction of business.

4.10 The Board may create committees and task forces that report directly to the Board.

4.11 The Board will prepare an Annual Report to be distributed before the Annual Meeting.

4.12 The Board is charged with the financial affairs of the Church, subject to such powers and restrictions as appear in the Articles of Incorporation.

SECTION 5 – DUTIES OF OFFICERS

5.1 The President presides at all meetings of the Congregation and of the Board. If the President is unable to preside, the Vice President for Planning or a designee will preside.

5.2 The Secretary keeps Church records, reports, and correspondence.

5.3 The Vice President for Finance, with approval of the Board, will appoint other members of the Finance Team. Together, those officers will follow best practices in collecting, disbursing, and managing money and other financial contributions.

SECTION 6 – ELECTIONS

6.1 The Leadership Development Committee consists of five members, elected to serve two-year terms. Two members are elected in even years; three are elected in odd years. The Leadership Development Committee elects its own chair.

6.2 The Leadership Development Committee will prepare a slate of nominees for vacancies on the Board and the Leadership Development Committee. Not later than 30 days before the Annual Meeting, the Leadership Development Committee will present that slate to the Board.

6.3 Additional nominations may be made not later than 20 days prior to the Annual Meeting by petition of ten members.

6.4 The Board will determine the order of election and the balloting procedure, in the event there are more candidates than positions to be filled.

SECTION 7 – MINISTER

7.1 A person called as a minister to this Church must be in Fellowship with the Unitarian Universalist Association, and a member in good standing of the Unitarian Universalist Ministers Association.

7.2 The Board will nominate and the Congregation will elect a committee of seven members to search for any settled minister. Calling a person to the ministry of this Church requires the approval of not less than 90 percent of the members of 90 days'

standing present and voting. Dismissal of a minister from this Church requires the approval of a majority of the members of 90 days' standing.

7.3 The Congregation must approve the search for an interim minister by majority vote. After an affirmative vote, the Board may hire the minister for a period not to exceed two years.

7.4 The Minister has responsibility for the conduct of worship services and serves as spiritual leader and adviser to the Congregation. The Minister has freedom of the pulpit. The Minister also has the freedom to express their opinions outside the pulpit, but not to represent the Church without authorization from the Board. The duties of the Minister are as prescribed by the Letter of Agreement negotiated between the Minister and the Board. The Minister may assist officers and committees as mutually agreed in promoting the efficient and harmonious function of the total Church organization and program.

SECTION 8 - DISSOLUTION

Any action to dissolve the Church must be approved by a two-thirds vote of the members of 90 days' standing present and voting at a meeting for which written notice has been issued at least 15 days before the meeting. In the event of the dissolution of the Church, all of its property, real and personal, after all just claims have been paid, shall be conveyed to and vested in the Unitarian Universalist Association or its successors.

SECTION 9 - AMENDMENT

9.1 These Bylaws may be amended at any meeting of the Congregation by a vote of two-thirds of the members of 90 days' standing present and voting, provided that a written copy of the proposed amendment has been sent to each member at least 15 days in advance of such a meeting.

9.2 Amendments to these Bylaws will take effect immediately after adjournment of the meeting at which they were adopted, except as delay may be necessary to permit previously elected Board members to complete the terms to which they were elected.