

BYLAWS
NATURE COAST UNITARIAN UNIVERSALISTS, Inc.

ARTICLE I
Name

The name and nature of this organization shall be Nature Coast Unitarian Universalists, Inc., (hereinafter the "Fellowship") a not-for-profit religious corporation formed under Chapter 617 of the statutes of the State of Florida.

ARTICLE II
Purpose

The specific and primary purpose for which this Fellowship is formed is to provide spiritual guidance, fellowship, and religious education programs, facilities and services for its members in an open, caring, democratic and non-creedal atmosphere.

ARTICLE III
Denominational Affiliation

This Fellowship shall be a member of the Unitarian Universalist Association (UUA) and of the Florida District of the UUA. The Board of Directors shall recommend the amount of annual financial contributions to these associations as specified in the annual budget.

ARTICLE IV
Membership

- A. **MEMBER:** A person who agrees with the purpose of this Fellowship as expressed in Article II and Article IV of these bylaws may become a member by signing the membership book. It is specifically understood that membership is open to all persons age 18 or older regardless of race, color, sex, affectional or sexual orientation, or national origin.
- B. **VOTING MEMBER:** To be a voting member in good standing members shall have made a contribution of record of resources or time to the Fellowship within the twelve months prior to the date of vote, and have signed the membership book not less than six months before actively participating as a voting member.
- C. **YOUTH MEMBER:** A person under 18 years of age may become a youth member by signing the Youth Membership book. A youth member is entitled to the services of the Fellowship, but cannot vote.
- D. **REMOVAL:** Members who have not participated in the life of the Fellowship for one fiscal year shall be contacted and asked whether they intend to continue as Members. If they do not, or do not respond within one month, the Board shall remove their names from the Membership roll.
- E. **FRIEND:** A friend of the Fellowship is a person, 18 years of age or older, who (1) chooses not to be a member, (2) identifies him/her self as a friend of the Fellowship, (3) is in sympathy with the purpose and mission set forth in Article II. A friend is entitled to the services of the Fellowship, including speaking at meetings, but cannot vote.

ARTICLE V
Board of Directors

A. **BOARD OF DIRECTORS:** The Board of Directors shall consist of nine (9) duly elected members: The President, Vice-President, Clerk, and six (6) directors, and those appointed to fill vacancies. Spouses/domestic partners may not serve on the board during the same term. A spouse/domestic partner of a board member shall be eligible to be elected or appointed to the Board of Directors following the last day of that board member's service on the board.

B. **OFFICERS:** The officers shall perform the duties as described in the NCUU policy and procedures manual pertaining to those offices:

1. The President, Vice President, and Treasurer shall have check-signing authority.

2. The Clerk shall keep the corporate minutes book, which shall contain all notices of meetings, minutes of Board of Directors meetings, minutes of all congregational meetings, and all important records of the corporation. The Clerk is responsible for sending out notices of meetings. The Board may appoint an assistant to help the Clerk in any function the Board and Clerk deem necessary and appropriate.

C. **DUTIES OF THE BOARD:**

The Board of Directors shall have general charge of the property of the Fellowship, conduct all of its business affairs, and have control of its administration, including the appointment of all committees as it may deem necessary.

A Treasurer shall be appointed by the Board of Directors. The duties and responsibilities of the Treasurer shall be recorded in the Policy and Procedures Manual. The Treasurer shall not simultaneously also hold the position of Chairperson of the Finance Committee.

The board shall meet no fewer than ten (10) times each year, generally monthly, and a majority of the directors shall constitute a quorum.

If the board determines that a member has missed three (3) consecutive meetings or has been engaging in behavior detrimental to the functioning of the board, that board member may be removed by a majority of five (5) or more members of the Board of Directors.

D. **EXPENDITURES:** The Board of Directors may authorize expenditures from reserve moneys from prior years, provided such reserve moneys have not been set aside for a named purpose. The Board of Directors may move money up to \$500 between budgeted items as needed up to four (4) times per year. The Board may not authorize expenditures in excess of the operating budget except as provided above.

E. **SUNDAY SERVICES:** The Board of Directors shall determine the time of Sunday services.

ARTICLE VI
Meetings

A. **ANNUAL MEETING:** The annual meeting of the members shall be held in the month of April at such time and place as shall be fixed by the Board of Directors. A quorum of forty (40) percent of the voting members must be present. The purpose of the annual meeting is to elect officers and directors, approve a budget for the upcoming fiscal year, and to receive reports from the directors and committee chairs. The business to be transacted, including the reports of the nominating and budget committees, shall be set forth in the NOTICE OF MEETING. Said NOTICE OF MEETING shall be sent to all members by mail, phone, fax, electronic mail, or personal delivery to arrive no less than fifteen (15) days prior to the

meeting.

B. **SPECIAL MEETINGS:** Special congregational business meetings may be called by the Board of Directors or at the written request of any five (5) voting members. Notification of all meetings and the quorum required for the conduct of business shall be as set forth in paragraphs A and D of Article VI.

C. **EMERGENCY MEETINGS:** The Board of Directors may call an emergency congregational meeting. Notification shall be made by mail, phone, fax, electronic mail, or personal delivery, at least five days prior to the meeting. A quorum required for the conduct of business shall be as set forth in paragraph D of Article VI.

D. **QUORUM:** Forty (40) percent of the voting members shall constitute a quorum.

E. **ABSENTEE BALLOTS:** Absentee ballots may be requested from the clerk and must be received by the Nominating Committee chairperson prior to the appropriate congregational meeting to be included in the final count. Absentee ballots will only be valid for election of Officers and members of Board of Directors, approval of a budget, and approval of a resolution contained in the call to the meeting. If the budget or resolution is changed during the meeting, or if there are nominations made from the floor, absentee ballots will not be allowed for these items.

F. **PROXIES:** Proxy votes by absentees are prohibited.

G. **TALLY OF BALLOTS:** All ballots will be tallied by the Nominating Committee. The results will be reported to the congregation. The actual count of the vote will be made available and the ballots placed in a sealed envelope signed by the chairperson of the nominating committee and the clerk. These ballots shall be kept for a period of two years, then destroyed.

H. **ROBERT'S RULES OF ORDER:** The annual meeting and all membership meetings as specified above, including Board of Directors meetings will be conducted in accordance with Roberts Rules of Order. A parliamentarian should be present at all called membership meetings.

ARTICLE VII Elections and Nominating Committee

A. **ELECTIONS:** At each Annual Meeting in even-numbered years there shall be elected by ballot a President, and three (3) Directors. At each annual meeting in odd-numbered years there shall be elected by ballot a Vice president, a Clerk, and three (3) Directors. The terms of all offices shall be two fiscal years. The newly elected begin their terms on the first day of May following the Annual Meeting. Officers and Directors shall have been voting members in good standing for a period of at least one year. Board members shall serve no more than two elected consecutive two year terms. A member may serve again after an absence of two years following four consecutive years, or after an absence of one year following less than four years. To be eligible to run for an office other than the one currently held, a Board of Directors member must submit a letter of resignation from his/her current position to the Board of Directors 40 days before the annual meeting. This resignation must be effective on April 30 of that year.

B. **NOMINATING COMMITTEE:** At each annual meeting there shall be elected a Nominating Committee comprised of three (3) members, none of whom shall be officers or directors. The Committee shall elect its chairperson at the first meeting of the Committee. The Nominating Committee shall present a slate of officers and directors and nominating committee members for election at the ensuing annual meeting. Nominees shall have indicated a willingness to serve. The report of the Nominating Committee shall be submitted to the clerk 30 days prior to the Annual Meeting, to be sent to all voting members as provided in paragraph A of Article VI. Serving on the Nominating Committee shall not preclude a member from standing for office at the annual meeting. The Nominating Committee shall include a past president

or former board member.

C. **NOMINATIONS FROM THE FLOOR:** Nominations may be made from the floor at the annual meeting provided the consent of the nominee has first been secured. All nominations shall be consistent with Article V section A and Article VII section A.

D. **FILLING OF VACANCIES:** The Board of Director shall appoint voting members in good standing to fill any vacancies that may occur. All appointments shall be consistent with Article V Section A, and Article VII Section A. The term of such appointments shall continue until the expiration of that term.

ARTICLE VIII Committees

A. **STANDING COMMITTEES:** Each of the following standing committees shall be formed by the Board of Directors and shall include a member of the Board of Directors, as determined at the organization or first meeting of the Board following the annual election: Building, Grounds, Social Justice, Finance, Membership, Social Activities, Sunday Service, Religious Education, Denominational Affairs and Bylaws. Each such committee shall be chaired by a voting member.

B. **OTHER COMMITTEES:** Other committees shall be formed by the board as needed to carry out the program and mission of the Fellowship. Each such committee shall be chaired by a voting member.

C. **AD HOC COMMITTEES:** Standing committees may appoint ad hoc committees to accomplish specific short term missions and are to be dissolved upon completion of this task. The standing committee shall report the composition of the sub-committee and the completion of its mission to the Board of Directors when the committee is formed and when dissolved.

D. **ASSESSMENT:** Every three years, beginning in 2011-2012, there shall be an assessment of all activities, programs, and ministry of the fellowship. A committee shall be appointed by the Board of Directors and consist of at least three members, including one from the Board of Directors, one from the Ministerial Relations Committee (or similar committee if it exists) and one from the Long Range Planning Committee will conduct the assessment. All members of the fellowship will be invited to participate. The results will be made public to the Fellowship and shall be considered in long range planning.

ARTICLE IX Ministry

A. **PROCEDURES:** Before a full-time or less than full time minister is called to serve the Fellowship, a Search Committee comprised of no fewer than three (3) voting members shall be created by vote of the voting members at a meeting called for that purpose. A search shall be undertaken with the assistance of the UUA. No minister shall be called without the Fellowship's voting members having a minimum of two opportunities to hear him or her conduct a service and to meet with him or her following the service. A vote to call a minister requires a minimum of 85% of the voting members in attendance at the special meeting called for that purpose.

B. **EMPLOYING A MINISTER:** A full-time, part-time or shared minister may be employed in accordance with contract terms negotiated by the Board of Directors and approved by a two-thirds s on the first day of May following the Annual Meeting. Officers and Directors shall have been voting members in good standing for a period of at least one year. Board members shall serve no more than two elected consecutive two year terms. A member may serve again after an absence of two years following four consecutive years, or after an absence of one year following less than four years.

C. **TENURE:** At each annual meeting, commencing in 2009, the contract minister's tenure shall be voted on by secret ballot. An approval of two thirds of the voting members will determine the renewal of the minister's contract. The actual count will be known only to the members tallying the votes.

ARTICLE X Fiscal Matters

A. The fiscal year shall end April 30.

B. **PLEDGE DRIVE:** The Finance Committee shall conduct an annual pledge drive before the preparation of the budget for presentation at the annual meeting.

ARTICLE XI Policy and Procedures

The manual of policies and procedures will be reviewed annually and modified as deemed necessary by the Board of Directors.

ARTICLE XII Amendments

These bylaws may be amended or replaced at any duly called meeting by a two-thirds (2/3) vote of the voting members, provided that the amendments or new provisions are sent by mail, Fax, personal delivery, or electronic mail to the voting members by the Clerk for review no less than fifteen (15) days prior to the meeting. Any such amendments shall become effective on the first day of the month following the meeting. No amendments that are inconsistent with the Articles of Incorporation or Florida law may be proposed or adopted.

ARTICLE XIII Dissolution

In the event of dissolution of this corporation, either voluntary or pursuant to order of a court of competent jurisdiction, and after the payment of all outstanding liabilities, the residual assets shall be transferred to the UUA or another congregation affiliated with the UUA. The decision is to be approved by a two-thirds (2/3) vote of the voting members at a special meeting called for that purpose. Upon such dissolution anticipated pledge payments will not be considered as assets.

Adopted 09/20/98
Revised 04/16/00
Revised 12/10/00
Revised 11/30/05 (effective 05/01/2006)
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