

UNITARIAN UNIVERSALIST FELLOWSHIP OF NORTHFIELD, MINNESOTA

BY-LAWS in effect as of May, 2011

ARTICLE I – Name

The name of this religious society shall be the Unitarian Universalist Fellowship of Northfield.

ARTICLE II – Purpose

We, the Unitarian Universalist Fellowship of Northfield, desire a spiritual community that challenges us to live lives of conscience and conviction. We promote the exploration of religious and humanistic ideals to better understand our life's work and meaning. We recognize that this search is both informed and supported by community and action. We welcome all people without regard to race, color, ethnic origin, sexual orientation, or gender identity who wish to unite with us in the search for truth, and the promotion of respect and love among the entire web of life.

ARTICLE III – Denominational Affiliation

As a welcoming congregation, the Fellowship shall be a member of the Unitarian Universalist Association and of the Prairie Star District of this Association.

ARTICLE IV – Membership

Any person who is 16 years of age or older may become a voting member of this Fellowship who is in sympathy with its purpose and program, and who has signed the Fellowship book and makes an annual contribution of record.

ARTICLE V – Meetings

An Annual Meeting shall be held in April or May at a time and place fixed by the Policy Board, hereafter referred to in this document as simply 'the Board'. Special business meetings other than the Annual Meeting may be called by the Board or by at least twenty (20) percent of the voting membership of the Fellowship.

A written agenda must be sent to all voting members at least two (2) weeks prior to the Annual Meeting or special business meetings, specifying the business to be transacted. Only business identified in the notice may be transacted at the special business meetings.

A quorum for the annual meeting or special meetings will be one-third (1/3) of the voting members.

ARTICLE VI – Policy Board

The Board shall have general charge of the property of the Fellowship, and the conduct of all of its business affairs and the control of its administration. The Board will establish a schedule of regular

meetings with the consent of the Fellowship and will notify the Voting Membership of the time and place of these meetings.

The Board shall consist of five (5) members: the President, Vice-President/President-elect, Secretary, Treasurer, and At-Large Member. Each of these positions will serve a two-year term, with the exception of the President & Vice-President/President-elect; the Vice-President/President-elect shall be elected annually and will take over as President the following year. In the event the Vice-President/President-elect is not able to assume the Presidency, the sitting President may be nominated and elected to a second one-year term as President.

Individuals must be voting members of the Unitarian Universalist Fellowship of Northfield to be eligible to serve on the Board.

Members of the Policy Board shall be elected by a majority of voting members present at the Annual Meeting.

The Treasurer and At-Large member shall be elected in even years, and the Secretary will be elected in odd years.

All Board members may serve no more than three successive terms on the Board in any combination of offices. At that point, the individual must step aside for at least one two-year term. The Fellowship, by a two-thirds (2/3) majority of the voting members present at a business meeting, may terminate the responsibilities of any Board member for good cause, following a full and fair hearing. The Board may fill officer vacancies on an interim basis. Persons so appointed shall serve until the next Annual Meeting. If there is still a year remaining in that term, the membership shall then elect a person to fill the position at the Annual Meeting.

The Board shall meet no less than four times yearly at quarterly intervals. Any Board member who misses two out of three consecutive meetings may be removed from his or her position by a majority vote of the remaining Board members.

The Board shall designate Committees and their duties, as it deems appropriate. Committees can be added, amended or discontinued with a majority vote of the Policy Board at any time during the year. The Board shall establish a Program Council, chair its meetings, and see that the minutes are communicated to the Fellowship as a whole.

In the event that any Board member is unable to complete their term, the remaining Board members may appoint a person to serve until the following Annual Meeting at which time a special election will take place to complete any remaining term.

ARTICLE VII – Duties of the President

The President will be the principal officer of the Fellowship. The President's responsibilities are: to supervise all business affairs of the Fellowship; to preside at Annual and special business meetings and Board meetings; and to sign, with other Fellowship officers as authorized by the Board, any legal or

financial instruments or any other instruments authorized by the Fellowship, unless some other officer or agent of the Fellowship is expressly designated by the voting members to sign the instrument.

ARTICLE VIII – Duties of the Vice-President/President-elect

The President-elect's responsibilities are: to act as President if the President is unable to act, or refuses to act; to chair the meetings of the Program Council; and to sign, with other Fellowship officers as authorized by the Board any legal or financial instruments or any other instruments authorized by the Fellowship, unless some other officer or agent of the Fellowship is expressly designated by the voting members to sign the instrument.

ARTICLE IX – Duties of the Secretary

The Secretary shall assure the recording, publication and maintenance of accurate minutes of all meetings of the Board, Annual Meetings and special business meetings and shall maintain a record of all correspondence requiring the signature of an officer.

ARTICLE X – Duties of the Treasurer

The Treasurer shall sign, execute and deliver in the name of the Fellowship, all financial instruments, all IRS and FICA forms and payments, and any employee statements required by law, incident to the office of Treasurer that are not specifically reserved for the President or prohibited by these By-laws. The Treasurer shall have the authority to sign checks and drafts on behalf of the Fellowship and to disburse funds for all authorized purposes of the Fellowship, as provided by the By-laws and the Board.

The Treasurer shall assure the proper receipt of all monies collected, pay all orders and bills properly submitted in a timely manner, and assure the accurate recording of all money accounts.

The Treasurer shall be responsible for the presentation of a statement of financial position to the Policy Board at regular Board meetings, or at least quarterly, and shall deliver a final accounting report of the fiscal year to the Board and at the Annual Meeting.

The Treasurer shall submit all accounting records to a Fellowship member or outside auditor, chosen by the Board, for examination within 30 days notice, or at least annually.

ARTICLE XI – Duties of the At-Large Member

The At-Large Member's responsibilities are: to be a member of the Nominating Committee and to attend all Board meetings.

ARTICLE XII – Program Council

The Program Council consists of and is open to the chairs of all Committees that have been authorized by the Board and is chaired by the Vice-President/President-elect of the Board and meets at least quarterly. The purpose of this Council is to facilitate communication between the different constituent groups within the Fellowship.

ARTICLE XIII – Nominating Committee

The committee will consist of the outgoing President, the At-Large Board member and at least one member who is not on the Board but has been approved by the Board. The Nominating Committee will assure that all currently active committees have a chairperson for the upcoming year.

ARTICLE XIV – Fiscal Year

The fiscal year shall begin July 1 and end June 30 of the following year.

ARTICLE XV – Amendments

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

ARTICLE XVI – Dissolution

Should this Fellowship cease to function and the membership vote to disband, any accrued assets of the Fellowship shall be assigned to the Unitarian Universalist Association to be used for the extension of liberal religion.