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**BYLAWS OF  
THE UNITARIAN UNIVERSALIST FELLOWSHIP  
OF MONTGOMERY, ALABAMA, INC.,  
A CORPORATION**

5 **PREAMBLE**

6 This liberal religious association was organized with twenty-two (22) individual members on September 18, 1966, and  
7 became affiliated with the Unitarian Universalist Association as a Fellowship at that time. Since then the society has  
8 grown and acquired ministerial leadership. The bylaws which follow lay out an organizational structure to carry out the  
9 will of the group in an effective manner. This structure has evolved over time to fit the needs of the Fellowship.

10 This document is intended as a guide to the Fellowship and the Fellowship is freely able to revise this document as  
11 needs arise. Indeed, this document has been revised several times in the past as the society has grown.

12	ORIGINALLY ADOPTED:	March 14, 1982
13	FIRST REVISION:	May 12, 1985
14	SECOND REVISION:	March 6, 1988
15	THIRD REVISION:	January 19, 1995
16	FOURTH REVISION:	December 6, 1998
17	MAJOR REVISION:	November 14, 1999
18	SIXTH REVISION:	June 3, 2001
19	SEVENTH REVISION:	January 25, 2004
20	EIGHTH REVISION:	March 7, 2004
21	NINTH REVISION:	January 29, 2005
22	TENTH REVISION:	February 16, 2005
23	ELEVENTH REVISION:	June 21, 2006
24	MAJOR REVISION:	February 22, 2009
25	GENDER—NEUTRAL CHANGES:	January 27, 2013
26	MINISTERIAL SEARCH COMMITTEE CHANGES:	June 9, 2013
27	OFFICER ROTATION CHANGES:	January 26, 2014
28	ARTICLE X AND OTHER CHANGES:	June 22, 2014
29	MAJOR REVISION:	January 20, 2019

30 **ARTICLE I: NAME**

31 The name of this religious society shall be the Unitarian Universalist Fellowship of Montgomery. It is the legal  
32 successor to the Unitarian Universalist Fellowship of Montgomery, Alabama, Inc. and shall have all the rights and  
33 responsibilities of the antecedent organization.

34 **ARTICLE II: DENOMINATIONAL AFFILIATION**

35 This society shall be a member of the Unitarian Universalist Association and of the regional organizations in which it  
36 shall participate.

37 **ARTICLE III: VISION AND PRINCIPLES**

38 The Unitarian Universalist Fellowship of Montgomery is an intentionally diverse and tolerant group, offering refuge to  
39 those searching for spiritual and intellectual growth, without regard to past religious histories or personal background or  
40 status. We cherish reason, freedom of religion and thought, and embrace democratic principles.

41 We dedicate our membership, facilities and staff to be a presence and influence in our community, so as to make a  
42 difference socially, ethically and spiritually.

43 In addition, we covenant with the Unitarian Universalist Association to promote the following principles:

44 The inherent worth and dignity of every person

45 Justice, equity and compassion in human relations

46 Acceptance of one another and encouragement to spiritual growth in our Fellowship

47 A free and responsible search for truth and meaning

48 The right of conscience and the use of the democratic process within our Fellowship and in society at large

49 The goal of world community with peace, liberty and justice for all

50 Respect for the interdependent web of all existence of which we are a part.

51 **ARTICLE IV: INCLUSIVENESS**

52 This Fellowship affirms and promotes the full participation of all persons in all our activities, including membership,  
53 programming, hiring practices and the calling of religious professionals, without regard to race, color, national origin,  
54 gender, affectional or sexual orientation, physical abilities or age.

55 **ARTICLE V: MEMBERSHIP**

56 A. Members: Any person 14 years or older may become a member by:

57 1. Signing the membership book in the presence of the minister or an officer of the Fellowship, as an indication  
58 of their understanding of and sympathy with the purposes and principles of the UUA and this Fellowship,  
59 and

60 2. Pledging and completing a yearly contribution to the Fellowship according to their means, and

61 3. Participating, according to interest and ability, in the religious services and functions of the Fellowship.

62 Only individuals who have been members for over 30 days may vote on any question before the Congregation, or be  
63 elected as any officer of the Board of Directors, or be placed on the nominating committee.

64 B. Supporting Non-Members, "Friends": A Friend is a person who makes a financial contribution, or participates  
65 actively in the Fellowship, but who has not signed the membership book.

66 C. Resignation: Any person may resign from membership at any time by a written notification to the Board.

67 A member who resigned may regain membership by written notification to the Board and making a current financial  
68 contribution, without having to re-sign the membership book.

69 **ARTICLE VI: FISCAL YEAR**

70 The Fiscal Year of the Society shall begin July 1 and end June 30 of each calendar year. A financial statement shall be  
71 prepared and presented to the members at the Annual Meeting.

72 **ARTICLE VII: CONGREGATIONAL MEETINGS**

73 A. **Annual Meeting**: The Annual Meeting shall be held each June. A notice of the annual meeting shall be provided to  
74 all active members of the Fellowship at least fourteen (14) calendar days prior to the date of the meeting. Only those  
75 who have been members for at least 30 days may vote at the annual meeting.

76 This meeting shall have five primary purposes:

- 77 1. Election of officers in accordance with these bylaws,
- 78 2. The presentation of the President's report on the Fellowship's accomplishments,
- 79 3. Adoption of the upcoming fiscal year's budget,
- 80 4. The election of a nominating committee in accordance with these bylaws,
- 81 5. The presentation of a Minister's report.

82 B. **Special Meetings**: Special Meetings of the Congregation may be called by the President, the Minister, or upon  
83 written petition signed by 20 % of members and presented to the President. Notice of a Special Meeting, specifying  
84 the issues to be discussed and voted on as necessary, shall be provided to all active members at least fourteen (14)  
85 days prior to the date of the meeting. Only those who have been members for at least 30 days may vote on issues  
86 requiring such action at a Special Meeting.

87 C. **Quorum**: The presence of 30 percent of the voting membership of the Fellowship at a meeting shall constitute a  
88 quorum for the transaction of business. Nonmembers shall be welcome at all meetings but may not vote.

89 D. **Voting**: Each eligible member shall have one vote. No proxy voting shall be permitted. Unless otherwise specified in  
90 these bylaws, a majority of those present and voting shall decide any question presented.

91 E. **Powers of the Congregation**: The following matters are specifically reserved for decision by the membership:

- 92 1. Election of Officers
- 93 2. Call and dismissal of the minister
- 94 3. Adoption and revision of these bylaws
- 95 4. Adoption of annual budgets
- 96 5. Approval of expenditures for non-budgeted items exceeding \$5000
- 97 6. Approval of any purchase, sale, mortgage, lease, or other dealing in real estate on behalf of the Fellowship

98 **ARTICLE VIII: BOARD OF TRUSTEES**

99 A. **Governance**: The government of this Congregation is vested in its membership. The Board of Trustees, hereinafter  
100 referred to as the Board, shall conduct the affairs of the Fellowship and, subject to these bylaws, shall carry out the  
101 Fellowship's policies and directives.

102 B. **The Governing Body**: The governing body of the Fellowship shall be a Board of Trustees, consisting of the  
103 President, Vice President, Secretary, Treasurer and three Members-at-Large, whose terms are explained in ARTICLE  
104 IX, section D. The Minister and staff member responsible for Religious Education serve as ex-officio, nonvoting  
105 members of the Board.

- 106 1. All members of the Board shall be members of the Fellowship. Officers and Trustees shall be elected at the  
107 Annual Meeting by a majority of the votes cast.

- 108 2. Two members of a committed couple or of the same household, sharing the same address, may not be
- 109 members of the Board at the same time. No member may be elected or appointed to serve on the Board who
- 110 is a family member of any person serving as an employee or called as Minister of the Fellowship.
- 111 3. The Nominating Committee shall post at the church and deliver to members a slate of candidates for officers
- 112 and trustees at least 14 days prior to the Annual Meeting.
- 113 4. Trustees may be removed by a 2/3 vote of members of the Fellowship present at any meeting of the
- 114 Congregation. Notice of intent to discuss and question the status of said trustee(s) shall be delivered to all
- 115 members at least 14 days prior to the meeting. The Board may, by a majority vote, suspend any officer(s)
- 116 during this process.

117 C. Vacant Offices: Should a position become vacant on the Board, the Nominating Committee will submit to the

118 Congregation the name of at least one person to finish the existing term. This appointment shall be confirmed by a

119 majority of members eligible to vote who are present at any meeting of the Congregation.

120 D. Meetings: The Board shall meet monthly. No notice shall be required for scheduled meetings of the Board. Special

121 meetings of the Board may be called at any time by the President or by written request of any two Board members.

122 Each trustee shall be notified of the time, place and the purpose(s) for which the special meeting of the Board is called

123 at least 24 hours before such meeting.

- 124 1. A majority of the trustees shall constitute a quorum for transaction of business at any regular or special
- 125 meeting of the Board. The Board will be guided by Roberts Rules of Order.
- 126 2. Members and Friends shall be welcome at all meetings, but may not vote. The Board may go into closed,
- 127 executive session to discuss business related to employees or applicants, or to discuss pending litigation.
- 128 Ex-officio Board members may be present during executive session only at the invitation of the President.

129 E. Duties of the Board: The Board, on behalf of the Fellowship, shall have general charge of the property of the

130 Fellowship, conduct all its business affairs and the control of administration. The Board shall:

- 131 1. Appoint chairs of all committees and approve new groups and committees within the Fellowship.
- 132 2. Appoint all employees of the Fellowship and fix their compensation.
- 133 3. Review committee activities.
- 134 4. Formulate a yearly budget to be approved by the Congregation at the Annual Meeting.
- 135 a. Any contract of \$2000 or greater must be selected from at least three quotes.
- 136 b. Where a trustee is an interested party to a contract, they must disclose such interest to the Board.
- 137 5. Actively review the Fellowship's real estate, trust funds and other assets and liabilities.
- 138 6. Set regulations and guidelines for the use of the building and/or other property. The Board may approve
- 139 request for use of the building without charge from non-profit charitable, social, support or advocacy groups
- 140 whose mission is consistent with the UU Principles.
- 141 7. Maintain an accurate record of membership, as described in ARTICLE V.
- 142 8. Maintain an up-to-date comprehensive Policy and Procedures Manual.

## 143 **ARTICLE IX: OFFICERS AND COMMITTEES**

144 A. Job Descriptions of Officers:

- 145 1. The President serves as Chairperson of the Board, presides at all business meetings of the Fellowship and of
- 146 the Board, and is responsible for calling meetings of the Board and of the Congregation. The President
- 147 appoints, with the approval of the Board, the chairs of any ad-hoc committees and removes or replaces the
- 148 chairs with the approval of the Board. The President votes at Board meetings only as needed to break a tie.

149 The President is responsible for calling for agenda items and preparing Board agendas in cooperation with  
150 the Minister and others. The President is responsible for the direction or delegation of the activities of the  
151 Fellowship in a reasonable and orderly fashion and shall represent the Fellowship on all appropriate  
152 occasions.

- 153 2. The Vice President shall exercise all the duties and functions of the President during short-term special  
154 circumstances. If the office of President becomes vacant, the Vice President shall serve as President until  
155 such vacancy is filled in accordance with Article VIII, section C. The Vice President shall act as Coordinator  
156 of the Council of Committees and serve as liaison between the various committees of the Fellowship and the  
157 Board.
- 158 3. The Treasurer shall receive and timely deposit all money of the Fellowship, and shall disburse these assets  
159 per the yearly budget and under the direction of the Board. The Treasurer shall keep a complete account of  
160 the property of the Fellowship, which shall be open for inspection at all reasonable times by the Board. The  
161 Treasurer shall submit a current statement at each regular meeting of the Board and an annual statement for  
162 the fiscal year verifying that all accounts and books balance.
  - 163 a. The accounts and books of the Fellowship shall be audited and certified by persons designated by the  
164 Board: (1) before a new Treasurer takes office, (2) when requested by a majority of the Board, or (3) upon  
165 written petition signed by 20 % of the active members and presented to the President. The audit shall be  
166 done in accordance with ARTICLE VI.
  - 167 b. The Treasurer shall be responsible for all tax matters including payroll taxes and sales taxes, filing  
168 required Federal and State forms, and preparing pledge statements for members and Friends of the  
169 Fellowship. The Treasurer shall be a member of the Finance Committee.
- 170 4. The Secretary shall keep a record of the transactions of all business meetings of the Fellowship and the Board  
171 and have such records available in the Fellowship office at all times.

#### 172 B. Committees of the Board:

- 173 1. Regular Committees: The Board may establish committees as needed for the administration of the  
174 Fellowship. A Regular Committee has a mission that is ongoing or repetitive. Committees will accept  
175 guidance from the Board, in Board policy statements or in specific directives expressed by the Board.
  - 176 a. At the second regular Board meeting following the Annual Meeting, the Chairs of the Regular Committees  
177 will be appointed to one year terms by the Board from a slate developed by the Nominating Committee.  
178 The Board may add names to the slate as it deems appropriate. Committee chairs may be appointed for  
179 not more than three successive terms as Chair of a particular committee. A Committee Chair may not  
180 serve concurrently on the Board. Successive service as Committee Chair and Board member is permitted.
  - 181 b. The Chairs of Regular Committees shall be members, and have primary responsibility for recruiting  
182 members. Committee members may be either members or Friends of the Fellowship.
- 183 2. Ad Hoc Committees: The Board may also establish ad-hoc committees as required for a limited goal or  
184 purpose, and such committees shall cease to exist upon attaining the goal. With the advice and consent of the  
185 Board, the President shall appoint the Chair and set forth the purpose and goal of the committee. The chair  
186 shall be responsible for recruiting members for the committee, setting forth procedures for the goal  
187 attainment, and presenting a written report to the President and the Board.
- 188 3. Committees Council: The chairs of all regular committees will form a Council of Committees, which will be  
189 coordinated by the Vice President. The Council will meet at least quarterly or as called by the Vice President  
190 and will record minutes of their proceedings. The Council will be responsible for planning, scheduling and  
191 coordinating the programs of the Fellowship. The Council will advise and assist the Board to help promote  
192 the general welfare of the Fellowship.

193 C. Committees of Congregation:

- 194 1. A Nominating Committee of five members of the Fellowship shall be elected at the Annual Meeting . Each  
195 member of the Nominating Committee will serve a term of two years, staggered so that not more than three  
196 terms expire in each year. To this end, in 2019, two members will be elected for one-year terms and three  
197 members for two year terms. If a member serves on the Nominating Committee for two terms in succession,  
198 that member shall wait a year before serving again. The Nominating Committee elects its own chairperson.  
199 a. The Nominating Committee will produce a slate of nominees that will contain at least, but not be limited  
200 to, one nominee for each available office. Two Trustees at Large will be nominated for two-year terms in  
201 odd-numbered years; one for a two-year term in even-numbered years. The slate will also include  
202 nominees for expiring terms on the Nominating Committee. Nominations will be accepted from the floor  
203 prior to each vote.  
204 b. The Nominating Committee shall post at the church and deliver to members a slate of nominees for  
205 trustees at least 14 days prior to the Annual Meeting.  
206 c. The Nominating Committee will also develop a list of nominees for Chairpersons of all Regular  
207 Committees and present it to the new Board prior to the Board's August meeting.  
208 d. In the event of a Chairperson vacancy, the Nominating Committee shall provide nominees to the Board. In  
209 the event of a Board vacancy, the Nominating Committee shall follow the procedure in ARTICLE VIII,  
210 section C.  
211 2. A Committee on Shared Ministry shall consist of at least three members and shall select its own chair. The  
212 Committee makes ongoing review and assessment of the various ministries of the congregation. It is an  
213 advisory, nonvoting body that facilitates communication among congregation and minister.  
214 a. Committee members may not be Chair of any other committee and may not be a member of the Board.  
215 b. The committee and minister together will identify candidates to fill vacancies and submit to the Board for  
216 approval.  
217 c. Annually, the committee shall prepare a written assessment of the minister's performance, to be shared  
218 with the Board and the minister.

219 D. Term Limits of Board Trustees:

- 220 1. Cumulative Service: Except as further limited in D2 through D.5 below, a member of the Congregation may  
221 serve up to a total of six consecutive years on the Board. Subsequently, that member must wait a year before  
222 being considered again for a Board position.  
223 2. President and Vice President: The President and Vice President shall serve two-year terms on a staggered  
224 basis rather than concurrently or in a sequential manner. They are eligible to stand for re-election for one  
225 additional term in those offices. Subsequently, a year must pass before being considered again for a Board  
226 position.  
227 3. Secretary: The Secretary serves for a term of one year and is eligible to stand for re-election to two additional  
228 terms in that office.  
229 4. Treasurer: The Treasurer serves for a term of two years and is eligible to stand for re-election to an additional  
230 term in that office.  
231 5. Members-at-Large: The three Members-at-Large serve staggered two-year terms. A Member-at-Large may  
232 not be considered for re-election to successive terms in that office.

233 **ARTICLE X: MINISTER**

234 A. A Free Pulpit: This Fellowship shall maintain the tradition of a free pulpit. Ministers are free to express the truth as  
235 they understand it. Ministers shall also be free to express their personal opinions outside the pulpit.

236 B. Ministerial Duties: The Minister shall be the spiritual leader of the Fellowship, leading religious services and  
237 ceremonies. The Minister shall conduct or supervise pastoral and personal counseling as needed by members of the  
238 Fellowship and shall represent the Fellowship in the community as appropriate. The Minister shall be a member ex  
239 officio of the Board and all committees of the Fellowship, except the Nominating Committee or the Ministerial  
240 Search Committee. The Minister shall not participate in executive sessions of the Board, unless requested to do so.

241 C. Selection of Settled and Interim Ministers: These procedures apply when the Fellowship seeks the services of a  
242 qualified person to serve as either interim minister or as a permanent minister to serve without a fixed termination  
243 date. Section E applies to a settled minister and Section F applies to the selection of an interim minister. They may  
244 not apply in the event of an unexpected vacancy.

245 D. Budgeting for Searches and Employment: The Board shall, in coordination with the Finance Committee and  
246 Treasurer, establish a budget and allocate funds needed for any search process. They shall also determine the starting  
247 salary and benefits, such as housing allowance, etc. to be paid to the settled minister or interim minister.

248 E. Settled Minister:

249 1. Formation of a Ministerial Search Committee:

- 250 a. When a vacancy exists which is to be filled by a settled minister, the Nominating Committee shall  
251 nominate a Ministerial Search Committee (MSC). The MSC shall be composed of members of the  
252 Fellowship who are appointed as being representative of the Congregation, considering differences in  
253 church experience, age, theological and program interests, gender, family composition and other matters  
254 as appropriate. An MSC shall not be selected until the members have been notified and given at least 21  
255 calendar days to suggest names of individuals to serve. The notification shall include such criteria as the  
256 Board shall consider appropriate to encourage the formation of a reasonably balanced committee that will  
257 pursue its charge with the necessary diligence.
- 258 b. The Nominating Committee will present a slate of at least 7 nominees for the MSC. The members will  
259 vote for 5 from this slate. The Board will meet as soon as possible to select another two MSC members  
260 from the slate or from the larger Congregation. Fellowship officers may not simultaneously serve on a  
261 search committee.

262 2. Ministerial Search Committee Responsibilities:

- 263 a. An MSC shall select its own chair. It shall be guided by recommendations of the UUA. An MSC shall  
264 work to achieve consensus on the candidate to be recommended and shall recommend no candidate if any  
265 member dissents or abstains.
- 266 b. An MSC shall establish a covenant of participation for its members.
- 267 c. Any vacancy on an MSC shall be reported promptly to the Nominating Committee which will submit the  
268 name(s) to the Board and the Board may elect an individual to fill the vacancy on the MSC.
- 269 d. The MSC shall operate at a high level of confidentiality. The MSC shall periodically inform the  
270 Congregation and Board of their progress in general terms.
- 271 e. The MSC may not discuss, or in any manner give any information concerning, when or where they are  
272 pre-candidating applicants.

273 3. Unsuccessful Searches:

- 274 a. If an MSC reports that it is unable to agree upon a candidate, or if the Board finds that an MSC is not  
275 making reasonable progress in conducting the search, the Board will dismiss the committee and a new  
276 MSC shall be formed in the manner described above.
- 277 b. If a candidate for a settled minister is rejected by the members, or if a candidate withdraws after being  
278 chosen by the MSC or after selection but before a contract is concluded, a new MSC shall be formed in  
279 the manner described above.
- 280 4. Ministerial Candidating: No person shall be selected as a settled minister who has not presented at least one  
281 Sunday service in our church and engaged in such other activities as may be agreed upon, to permit the  
282 members to become familiar with the candidate's qualifications and to allow the candidate to evaluate the  
283 Fellowship.
- 284 5. Ministerial Selection: A vote to accept or reject a minister who has completed the candidacy process shall be  
285 held at any meeting of the Congregation. The meeting shall be conducted in accordance with the  
286 requirements otherwise applicable under these bylaws, except that a quorum shall be 50 percent of the  
287 members of the Fellowship. The minister shall be called by an affirmative 85 percent vote of the members  
288 present and voting in person.

289 **F. Interim Minister:**

- 290 1. Preparation for Selection: The President shall notify the appropriate offices of the UUA whenever the need  
291 arises for the selection of an interim minister and will follow the UUA recommended process to begin search  
292 for an interim minister.
- 293 2. Formation of an Interim Search Committee: The Nominating Committee shall submit a slate of five names to  
294 the Board to serve on the Interim Search Committee (ISC). The Board shall appoint three persons chosen  
295 from that slate.
- 296 3. Interim Search Committee Responsibilities:
- 297 a. The ISC shall obtain names and resumes of candidates from the UUA website.
- 298 b. ISC shall interview each candidate by telephone and, based upon the resumes and interviews, make a  
299 recommendation to the Board as to the selection of an interim minister.
- 300 c. The President shall contact the candidate, requesting a meeting with the ISC and the Board. During that  
301 meeting the Board shall decide on the hiring of the nominee. If the Board elects to hire the nominee, a  
302 contract shall be negotiated at that meeting. If the Board rejects the hiring, the nominee shall be paid  
303 expenses incurred, including the return trip home. Either the ISC shall be asked by the Board to nominate  
304 another person, or a new ISC shall be appointed by the Board to begin a new search.
- 305 d. An interim minister shall be hired for a one or two-year term, allowing ample time for the  
306 process of hiring a settled minister.

307 **G. Negotiating a Contract:** The Minister shall be employed under a contract negotiated by the Board and/or their  
308 designee. The contract will specify compensation and benefits and the duties of the Minister as mutually agreed upon  
309 by the Minister and the Board. The contract will also specify the type and length of notice to be given, and the terms  
310 in event of termination or resignation.

311 **H. Terminating a Contract:** A Minister shall serve at the pleasure of the Fellowship's membership.

- 312 1. Dismissing a Settled Minister: A settled minister may be dismissed by a two-thirds vote of the members  
313 present and eligible to vote at any meeting of the Congregation at which a majority of the members are  
314 present. The meeting shall be held only upon the request of at least two-thirds of the members of the Board,



315 or within four weeks after receipt by the Board of a petition duly signed by at least 30 percent of the  
316 members.

317 2. Minister Resignation: The Minister may resign by submitting a resignation at a meeting of the Board.

318 **ARTICLE XI: REVISIONS**

319 These bylaws may be revised by an affirmative two-thirds vote of the members of the Fellowship present at any meeting  
320 of the Congregation. Revisions may be proposed by the Board, upon written petition signed by 20% of the members  
321 and presented to the President, or by counsel. The proposed revisions shall be made available at the church, or delivered  
322 to members, two weeks prior to the meeting.

323 **ARTICLE XII: DISSOLUTION**

324 In the event of the dissolution or final liquidation of this Fellowship and vote of the membership to disband, the Board  
325 shall pay or make provision for the payment of all lawful debts and liabilities of the Fellowship. The Board shall then  
326 distribute all the remaining assets of the Fellowship to the Unitarian Universalist Association, a nonprofit organization,  
327 for their general use for religious, charitable, scientific, literary or educational purposes, or the promotion of social  
328 welfare; it having been deemed by this Fellowship that their aims and objectives are similar to those of the Fellowship.

329 **ARTICLE XIII: TERMS**

330 The terms “society”, “organization”, “corporation”, “church”, “congregation”, “association”, “group”, and “Fellowship”  
331 shall be synonymous when their context indicates that they refer to the Unitarian Universalist Fellowship of  
332 Montgomery. The terms “Trustee” and “Director” shall be synonymous as between the Articles of Incorporation and the  
333 bylaws. The terms “Board of Trustees” and “Board of Directors” shall be synonymous as between the Articles of  
334 Incorporation and the bylaws.