

Filed June 5, 2023 Mary Krause Clerk

The First Congregational Unitarian Church of Harvard BYLAWS

Last Amended Annual Meeting June 4, 2023

ARTICLE I - NAME

The name of this church shall be The First Congregational Unitarian Church of Harvard, which shall henceforth be referred to as the Church.

ARTICLE II - PURPOSE

This Church is a fellowship of seekers after truth, bound by no dogma, restricted by no creed. Relying upon reason, love and the inherent dignity of each individual as our guide, and upon freedom as our method, we seek to grow in understanding of ourselves and of our world, and to serve all humanity. This Church is a member congregation of the Unitarian Universalist Association (UUA).

ARTICLE III – MEMBERSHIP

Any person may request of the Minister or any member of the Connections Team to be admitted to the Membership of the Church and shall become a Member of the Church upon signing the Church Membership Book. Membership privileges include the right to vote at any Church business meeting occurring at least 30 days after a person becomes a Member. Members may withdraw their membership by written request (including e-mail) delivered to the Church Administrator, a member of the Connections Team or the Minister. This will result in removal of their name from the membership roll. Alternatively, the Connections Team may recommend removal of a name from the membership roll when said member has died or cannot be contacted, or when the Connections Team is able to contact a member who has been inactive, and that member agrees to be removed from the membership roll via mail, e-mail, or telephone.

ARTICLE IV - MEETINGS

The Annual Congregational Meeting of the Church shall be held in May or June, the day to be selected by the Board, for the election of officers and

the transaction of all the proper business. The Warrant for the Annual Congregational Meeting shall be signed by the majority of the Board setting forth the objects of the Meeting and its time and place, and shall be directed to the Clerk of the Church, requiring said Clerk to give notice thereof by posting an attested copy of the Warrant in some conspicuous place, such as the principal outer door of the Church building, at least seven days before the date set for the meeting. In addition, notice of all Congregational Meetings shall be read from the pulpit and distributed to Members in written form.

Congregational meetings are open, not just to Members, but to any person who wishes to attend. Any person may speak at a congregational meeting, provided they have been recognized by the Moderator. Only Members may bring and second motions for consideration by the meeting. The Moderator may ask any person to leave the meeting whose behavior, in the Moderator's judgment, is inappropriate, unruly or disruptive.

Twenty-five Members shall constitute a quorum at any Congregational Meeting of the Church. Amendments to the Bylaws shall require a 2/3 majority vote of those Members voting. Except as specified elsewhere in the Bylaws, all other Warrant articles shall be voted by simple majority. Absentee ballots shall be accepted for any Warrant article that has not been amended on the floor of the Meeting.

Special Congregational Meetings for the transaction of any business may be called by a majority of the Board. The Board shall also call a Special Congregational Meeting upon the written request of not less than five Members of the Church who shall state the object of such a call. Special Meetings shall be publicized in the same manner as set forth above for the Annual Meeting.

ARTICLE V - BOARD

The Board (President, Vice President, and four At-Large Board Members) shall lead the Congregation in fulfilling the purposes embodied in our mission-covenant statement, and accordingly shall run the business of the Church between Congregational Meetings. As part of its role, the Board is responsible for policy-making and review; long-range planning; working to resolve substantive church-wide issues; modeling direct, honest and open church-wide communication; managing the business of the Church according to the annual budget; assessing the performance of staff; hiring and dismissing staff (except the Minister); appointing such committees as it deems necessary; and filling any vacancies with persons who shall serve until the next Annual Congregational Meeting.

Pursuant to the exercise of these responsibilities, the Board may remove from office any person serving in an elected or other position upon finding that the person is either unwilling, incapable, or otherwise failing to fulfill the duties and responsibilities of the position. In investigating and acting on any such circumstance, the Board may use whatever process it deems reasonable in order to balance the need to protect the privacy and dignity of the person involved and the need to protect the general well-being of the Church. Removal of a person serving in an elected or other position requires an affirmative vote of five of the Board, unless it is a Board member being removed, in which case four affirmative votes are required. The

Board will begin each year by defining its specific governance objectives for the year, and will end the year by reporting to the Congregation its progress toward these objectives.

The Congregation is the ultimate authority for all Church decisions. The following decisions can be made only by the Congregation: amending Bylaws; approving the annual budget, electing officers, calling or discharging a minister, buying or selling real estate.

The Board shall meet at least monthly with an agenda set by the President; a vote of four is required for decisions; a quorum consists of four. The Minister attends Board meetings as a non-voting member. Board meetings are open to any person who wishes to attend. The presiding officer may ask any person to leave the meeting whose behavior is inappropriate, unruly or disruptive. The Board may, at its discretion, meet in closed session, when it deems it necessary to discuss personnel or legal matters, or other similar items when private consultation serves the best interests of the Church.

ARTICLE VI - ELECTED POSITIONS

The Church shall have the following elected positions: President, Vice President, At- Large Board Members (4), Treasurer, Clerk, Moderator, Nominating Committee (3 to 5), and Endowment Committee (3). The President and Vice President and four Board Members serve on the Board; the others do not. Only Members of the Church may hold elected positions. The positions of the President and Vice President are held for two years; the four At-Large Board Member positions are held for three years; Endowment Committee positions are held for three years as set forth in Article VII; the positions of Treasurer and Clerk are held for two years; the Moderator shall serve for one year, and the Nominating Committee for two years (with member terms to overlap where possible). Terms of the newly elected positions may be adjusted at the recommendation of the Nominating Committee to ensure optimal turnover. The President, Vice President and At-Large Board Members may not serve more than two consecutive terms on the Board. The terms of all elected positions shall commence on the first day of July following each Annual Congregational Meeting. From time to time, the Nominating Committee may decide it is in the best interest of the Church to have two persons share the responsibilities of President and may nominate two persons to serve as Co-Presidents. In that event (and upon election by the Congregation), the Board would consist of two Co-Presidents, one Vice-President, and three at large Board Members. In the event Co-Presidents are elected and legal documents must be executed on behalf of the church, the Board shall determine in each instance whether signatures of one or both of the Co-Presidents are necessary and sufficient to evidence the Church's agreement. In all other matters, the Co-Presidents shall share the duties of the President as the two may agree.

President: The President is responsible for the integrity of the governance of the Board and of the Congregation: they sign contracts approved by the Board on behalf of the Church.

Vice President: If the President is absent or unable to act, the Vice President shall have and may exercise all the duties of the President.

At-Large Board Members: The four At-Large Board Members fulfill responsibilities enumerated in Article V.

Clerk: The Clerk is responsible for the integrity of the records of the Board and of the Congregation. The Clerk shall keep and communicate to the Congregation minutes of meetings of the Board and see that all Congregational Meeting notices are given in accordance with these Bylaws.

Treasurer: The Treasurer is responsible for the integrity of the financial records of the Church. The Treasurer leads the annual budget process, monitors the annual budget, reports monthly to the Board, and may enact financial transactions in the name of the Church upon approval of the Board.

Moderator: The Moderator presides over all Congregational Meetings.

Nominating Committee (3 to 5 members): The Nominating Committee is responsible for presenting at the annual meeting its slate of nominees for elected positions. Nominations may also be made from the floor. In addition, the Nominating Committee is responsible for recruiting volunteers for such positions as deemed necessary by the Board.

Endowment Committee: The three members of the Endowment Committee shall operate in accordance with Article VII.

ARTICLE VII-ENDOWMENT

The Church shall have a separate Endowment to assure the long range financial future of the church, to help the Church manage and survive financial emergencies, and to fund capital needs and special projects that further the mission of the Church.

The Endowment shall be governed by an Endowment Committee, which shall serve as the custodian of the Endowment and manage the Endowment in accordance with an Endowment Investment and Distribution Policy passed by a 2/3 majority vote of the Congregation. This Policy shall provide for the protection of the corpus of the Endowment over the long term. The Endowment Committee shall consist of three Members of the Church. The term of each Committee member will be three years. No Endowment Committee member may serve more than two consecutive 3-year terms. No Member may serve on the Endowment Committee while also serving in any other elected position as described in Article VI.

A unanimous vote of the members of the Endowment Committee is needed to carry any motion or resolution. The Endowment Committee shall

elect its own chairperson, and shall report to the Board on a quarterly basis and to the Congregation at the Annual Congregational Meeting.

The Endowment Committee is empowered, acting through its elected chair, to hold, sell, exchange, rent, lease, transfer, convert, invest, reinvest, and in all other respects manage and control the assets of the Endowment pursuant to the Endowment Investment and Distribution Policy. The Endowment Committee shall act in its sole judgment and discretion as it deems wise and prudent, without further approvals.

The Endowment Committee shall inform and promote to the Congregation the concept of legacy giving, maintain and communicate records of any donations or commitments that are offered and may establish a method of recognizing legacy gifts.

Endowment Committee members shall not be held liable for any losses incurred by the Endowment except to the extent that such losses arise out of acts or omissions of willful misconduct or gross negligence. Each member shall be liable for their own acts and omissions of willful misconduct or gross negligence and not for the acts or omissions of other members. No member of the Endowment Committee shall engage in any self-dealing or transactions with the Endowment in which the member has direct or indirect financial interest. Endowment Committee members shall refrain at all times from conduct in which their personal interests would conflict with the interest of the Endowment.

ARTICLE VIII - THE MINISTER

The Minister shall have charge of all matters of spiritual nature connected with the Church, and shall keep in touch with social affairs. The Minister shall support the Board in the day to day administration of the Church, shall cooperate in the programs of the denomination, shall report in writing to the Annual Congregational Meeting, and shall attend to such other duties as are customary to the office. The Minister also may interest themselves in community activities.

The Minister shall be responsible to the Board, which shall fix the Minister's salary and the terms of their incumbency, subject to the approval of the Congregation. The Minister shall be a member ex-officio of all boards, committees and organizations of the Church, excepting only the Nominating Committee.

To be eligible for election as Minister of this Church, a candidate must hold fellowship in the Unitarian Universalist Association. A three-fourths vote of the Members present at a Congregational Meeting shall be necessary to call a new minister. The Minister can be discharged by a three-fourths vote of Members present at a Congregational Meeting called for the purpose of considering the future tenure of the Minister.

When a vacancy occurs in the position of Minister, the Board may vote to initiate a Settled Minister search. Upon this vote, the Congregation shall

elect at an annual or special meeting a Pulpit Committee to recommend a new Minister. It shall consist of seven Members elected by the Congregation by secret written ballot from all those Church Members who volunteer at or prior to the meeting to serve on the committee, the seven receiving the highest number of votes being elected. The committee shall elect its chair. The opportunity to volunteer for such service shall be publicized to the Congregation at least three weeks before the meeting. At least ten days after such publication and not less than one week before the meeting, the list of those who have volunteered thus far shall be publicized to the Congregation.

When a vacancy occurs in the position of Minister, the Board may alternatively vote to initiate a Contract Minister search. Upon this vote, the Congregation shall also elect at an annual or special meeting a Pulpit Committee of five to seven members following the rules outlined above. It shall recommend a candidate for a Board vote. After no less than 6 months of service, the Board may recommend that a Contract Minister be called by the congregation in lieu of a Settled Minister search. As with a Settled Ministry search, a three-fourths vote of the Members present at a Congregational Meeting shall be necessary to call a minister previously hired on contract.

Until such time as a new Minister is recommended and called, the Board may hire a Transitional Minister.

ARTICLE IX - FREEDOM OF THE PULPIT

This Church, being a free and liberal church affiliated with a denomination born of the struggle for liberty, shall maintain the tradition of a free pulpit and shall place no restrictions upon the teachings of its minister save the restrictions of an honest and scholarly search for truth.