

**Bylaws of the Unitarian Universalist Church
Of The Brazos Valley**

ARTICLE I.

NAME

The name of this religious organization is THE UNITARIAN UNIVERSALIST CHURCH OF THE BRAZOS VALLEY, (formerly: THE UNITARIAN FELLOWSHIP, COLLEGE STATION, TEXAS). This religious organization is incorporated under the laws of the State of Texas, file number 20417801.

ARTICLE II.

PURPOSE

The purpose of this Church is the study and practice of religion. Freedom is our method of religion, reason is our guide in religion, fellowship is our spirit in religion, character is our test of religion, and service is our aim in religion.

ARTICLE III.

DENOMINATIONAL AFFAIRS

This Church shall be a member of the Unitarian Universalist Association and of the Southern Region or it's their successors.

ARTICLE IV.

MEMBERSHIP

§1. Any person 14 years of age or older who is in sympathy with the purpose of this Church as stated in Article II, and who wishes to become a member of this Church may do so by signing the Membership Book.

§2. No test of creed, faith, national origin, ethnicity, color, race, gender or gender expression, sexual orientation, marital or family status, physical or mental ability, shall be imposed as a condition of membership.

§3. The members of this Church shall include Voting Members and Associate Members. Voting Members are those who have made a recorded monetary contribution or a pledge in kind or whose name has been included in a family unit contribution to the Church within the immediate past 365-day

period. Associate Members are those who wish to be affiliated with the Church, have signed the membership book, but who choose not to make a monetary or in-kind contribution. The Board of Trustees may make exceptions to these rules for cause.

§4. Only Voting Members shall be included in the population count of the Church.

§5. Withdrawal from membership shall be done by informing the Membership Committee or the Board of such intent. Any member who has died, who cannot be located, or has moved permanently out of the area may be dropped from membership.

§6. The Board shall have the power to cancel membership of any person whose conduct the Board deems to be detrimental to the congregation. Such member shall be given reasonable notice of the proposed action, the reason for it, and an opportunity for a Board hearing prior to a vote by the Board to cancel membership. A motion for cancellation of membership shall require an affirmative vote of 75 percent of the members of the Board of Trustees.

ARTICLE V.

FISCAL AFFAIRS

The fiscal year of the Church shall be from June 1 through May 31.

ARTICLE VI.

MEETINGS

§1. The annual business meeting of the church shall be held in the final quarter of each fiscal year, at such time and place as determined by the Board. The purpose of the annual business meeting shall be to elect officers, other trustees, and a nominating committee; to approve the budget for the ensuing fiscal year; and to transact such business as may be properly brought before the meeting.

§2. Special business meetings shall be called by the Board of Trustees when deemed

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necessary or upon written petition of any five Voting Members.

§3. The Board shall determine the time and place of all business meetings. The agenda for each meeting shall be set forth in the notice of the meeting which shall be submitted to all Voting Members in writing via electronic or U.S. mail at least 14 days prior to the meeting. The Treasurer in collaboration with the Membership Chair shall post a list of Voting Members 14 days prior to all business meetings. At any business meeting, an item may be added to the agenda by a majority vote of the Voting Members present.

§4. Only Voting Members who signed the Membership Book at least 30 days prior to the meeting shall have the right to vote. There will be no proxy voting, unless otherwise specified in these Bylaws. A quorum to transact business shall be equal to 20% of the Voting Members, unless otherwise specified in these Bylaws.

§5. Disposition, acquisition, or other conveyance of real property requires approval of two-thirds of the Voting Members of legal age at a Church meeting, or voting by specific proxy.

ARTICLE VII.

BOARD OF TRUSTEES

§1. The Board of Trustees shall consist of four officers and four at-large trustees. Only Voting Members can serve on the Board of Trustees. A quorum, consisting of six board members is required for the transaction of business at Board meetings, and decisions at Board meetings shall be made by a majority vote of the Trustees present; provided that an action required to be taken at a meeting of the Trustees or an action that may be taken at a meeting of the Trustees or a committee may be taken without a meeting if a written consent, stating the action to be

taken, is signed by the number of Trustees or committee members necessary to take that action at a meeting at which all of the Trustees or committee members are present and voting. The consent must state the date of each director's or committee member's signature. Prompt notice of the taking of an action by Trustees or a committee without a meeting by less than unanimous written consent shall be given to each Trustee or committee member who did not consent in writing to the action. The Minister and immediate past president shall be ex officio non-voting members of the Board.

§2. The Board shall be responsible for the administration of the business affairs of the Church, reporting Board decisions to the membership, carrying out the aims of the Church, setting meeting times and dates, establishing and disbanding Standing Committees, establishing and appointing members to ad hoc committees, determining the membership of the Committee on Ministry, and setting the time and place for the Sunday services of the church. Each year the Board shall appoint or reappoint the church agent. If a different agent is appointed the Board Secretary shall notify the corporations section of the Secretary of State of the State of Texas. The members of the Board are expected to fill their charge at the pleasure of the Church, or until they resign or complete the stipulated term of office. After three consecutive absences from Board Meetings a Board member may be replaced by the Board.

§4. Any vacancy which develops in an elective office, other than the office of President, shall be filled by the Board, and the person appointed shall serve until the next June 1st. The President-elect shall assume the Presidency if there is a vacancy in that office.

§5. Job descriptions for all employees of the Church shall be developed by the Minister and approved by the Board of Trustees.

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§7. Both regular and special meetings of the Board of Trustees may be held by means of a remote electronic communications system to the extent permitted by the laws of the State of Texas, including without limitation videoconferencing technology or the Internet, provided that all Trustees consent to the meeting's being held by means of such system and the system provides access to the meeting in a manner that allows all participants to communicate concurrently with each other.

ARTICLE VIII.

**DUTIES AND TERMS OF OFFICERS
AND OTHER TRUSTEES**

§1. The officers shall be a President, a President-Elect, a Secretary, and a Treasurer. Each year a new President-Elect will be elected for a two-year term; the first year will be as President-Elect and, in the second year, he/she will assume the office of President. The Secretary shall be elected for a two-year term in even-numbered years. The Treasurer shall be elected for a two-year term in odd-numbered years. Newly elected officers and other trustees take office June 1st. Two At-large Trustees shall be elected in even-numbered years for a two-year term and two At-large Trustees shall be elected in odd numbered years for a two-year term. At-large Trustees and the Secretary and the Treasurer may not serve more than two consecutive full terms in that elected position.

§2. The President shall preside at all Church and Board of Trustees meetings and shall perform all other duties that usually pertain to the office of President and such other duties as may be delegated by the members. The President shall also supervise an annual review of each salaried employee of the Church. When a Minister is not employed, the President shall supervise the professional staff and office personnel.

§3. The President-Elect shall assist the President, performing such duties as prescribed by the President and the Board and shall become familiar with the duties of the presidency and shall be nominated for that office the year following election as President-Elect. In case of absence or disability of the President, the President-Elect shall perform the duties of the President.

§4. The Secretary shall coordinate administrative matters of the Board, prepare correspondence as needed, and record minutes of Board meetings and business meetings of the Church. All records of the Secretary shall remain the property of the Church.

§5. The Treasurer shall have custody of all moneys and securities of the Church and shall keep account books. All moneys of the Church shall be deposited in depositories approved by the Board. The Treasurer shall make duly authorized disbursements; shall prepare, in collaboration with the Finance Committee, the Annual Financial Report and interim reports deemed necessary by the Board. The Treasurer shall be an ex officio, voting member of the Finance Committee.

ARTICLE IX.

STANDING COMMITTEES

§1. In the event of a vacancy in the ministerial office, the Worship Committee shall be responsible for planning the Sunday worship services.

§2. The Membership Committee shall be responsible for welcoming congregants to Sunday services, orienting new members; and maintaining the official roster of members with the treasurer.

§3. The Property Committee shall oversee all activities associated with the operation, maintenance, safety and security of all buildings, grounds, furnishings, and

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equipment owned by the Church, except items expressly the responsibility of another committee or church staff.

§4. The Finance Committee shall be responsible for an annual review of the financial affairs of the Church, and for preparing, in collaboration with the Treasurer, as an ex officio member of this committee, a proposed annual operating budget. The Committee shall advise the Board concerning fiscal matters—e.g., insurance, proposed budget, status of investments, and taxes.

§5. The Ministry for Social Justice and the Earth shall be responsible for informing, educating, and providing opportunities for Church members and others to work toward a more just community and world.

§6. The Religious Education Committee shall recommend policies and procedures regarding the children's Religious Education program to the Minister and the Director of Religious Education and assist the Director of Religious Education in securing resources for and conducting the children's Religious Education program.

§7. The Caring Committee shall be responsible for coordinating caring support for those congregants who are in need. The team responds in times of grief and loss, of illness, and when someone in the church community is in distress. The committee chair and members will work closely with the minister.

ARTICLE X.

NOMINATING COMMITTEE

§1. The Nominating Committee shall consist of four Voting Members serving two-year overlapping terms. Two committee members shall be elected in odd numbered years and two committee members shall be elected in even numbered years.

§2. At the time of their election, at least two members of the nominating committee should have served on the Board of Trustees within the past three years.

§3. The responsibilities of this committee are to furnish voters at the Annual Meeting with nominees for vacancies of elected offices and other Board of Trustee vacancies and Ministerial Search Committees, as needed. Nominations will be needed to fill vacancies in total membership of the Nominating Committee itself.

§4. All nominees must have given prior consent to their nominations. The total slate of nominees shall be furnished to Voting Members two weeks prior to the Annual Meeting, provided those nominees have given prior consent.

ARTICLE XI.

COMMITTEE ON MINISTRY

§1. The Committee on Ministry (COM) assesses and supports the institutional health and safety of the congregation.

§2. The COM consists of three Voting Members and the minister, who is a voting member of the committee. COM members should be Voting Members of the church a minimum of three years. The only officer of the COM is the chair, who is selected by members of the committee.

§3. Terms for COM members are three years, staggered, determined by the date of assignment to the committee.

§4. New members of the COM are selected by the board from a list of three names provided by the COM.

§5. The COM will be suspended as may be suggested by the UUA.

ARTICLE XII.

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MINISTERIAL SEARCH

§1. Upon notification of an immediate or future vacancy of the ministerial office, and the decision by the Voting Members to conduct a search for a settled minister, the Voting Members shall elect a Ministerial Search Committee.

The Nominating committee shall present a slate of Voting Members who have consented to serve on the Ministerial Search Committee, if elected. The slate shall include seven (7) nominees and two (2) alternates. Elections shall be held in accordance with these bylaws. (keep)The Voting Members shall establish an operating budget for the Ministerial Search Committee at the same meeting. The Committee shall elect its own chair, establish its own operating procedures, and generally follow Unitarian Universalist Association Guidelines including conducting the search in strict confidence.

§2. Recommended full-time ministerial candidates shall be members in good standing of the Unitarian Universalist Ministers' Association (UUMA), or willing to pursue UUMA credentials.

§3. The Ministerial Search Committee shall negotiate salary and other contractual arrangements as approved by the Board of Trustees.

§4. Upon calling of a minister, or in the event that two successive candidates are rejected, or in the event that no suitable candidate is available, the Committee shall be disbanded.

§5. If the Church participates in a ministry search, other than a settled ministerial search, the provisions of the article shall not apply, in which case the Board shall conduct the necessary negotiations.

§6. Eligibility for minister, and all other persons employed by the Church, shall not be restricted on the basis of a person's age,

national origin, ethnicity, race, color, gender or gender expression, sexual orientation, marital or family status, or disability.

ARTICLE XIII.

MINISTER

§1. The Minister shall be responsible for the Church's spiritual interests and affairs. The Minister shall have the freedom of the pulpit as well as free expression of personal opinion outside the pulpit.

§2. The Minister shall be an ex officio, non-voting member of the Board of Trustees and of all committees except the Ministerial Search Committee and the Nominating Committee. The Minister shall supervise the professional staff and office personnel.

§3. The Minister shall be called by a three-fourths approving vote of the Voting Members present and voting at a business meeting called for that purpose; the quorum for such a meeting shall be 30% of the Voting Members. Notice of such a meeting shall be handled as specified in Article V, §3.

§4. A Minister may be dismissed by a two-thirds approving vote of the Voting Members present and voting at a business meeting called for that purpose. The quorum for such a meeting shall be 30% of the Voting Members. Notice of such a meeting shall be handled as specified in Article V, §3.

§5. If the Minister is dismissed, salary and allowances shall be continued for three months after the date of dismissal, unless otherwise specified by letter of agreement. If the Minister resigns, three months' notice must be given, unless the Board allows a shorter interval.

ARTICLE XIV.

**DIRECTOR OF RELIGIOUS
EDUCATION**

§1. The Religious Education Committee, in consultation with the Minister, shall

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recommend and the Board of Trustees shall appoint a Director of Religious Education. The salary for the Director of Religious Education shall be as stated in the annual budget.

§2. The Director of Religious Education shall plan and administer the Religious Education program.

will not cause personal liability to those individuals, excluding gross negligence or personal malfeasance. The Church will indemnify said Trustees/employees for any costs incurred to the fullest extent permitted by the Texas Non-Profit Corporation Act, Article 396 et seq.

ARTICLE XVI.

PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order, Revised, shall govern the Church in all cases to which they are applicable and in which they are not inconsistent with the Bylaws of the Church.

ARTICLE XVII.

AMENDMENTS

These Bylaws may be amended at a regular or special business meeting by a two-thirds approving vote of the Voting Members present and voting. Five Voting Members may jointly propose amendments which shall be submitted to the board of Trustees at least two months prior to the meeting. All proposed amendments shall be submitted in writing via electronic or U.S. mail to all Voting Members at least two weeks prior to the meeting. The recommendations of the Board shall accompany the proposed amendments.

Bylaws adopted April 1965.

Revisions: 4/21/74; 4/27/75; 4/25/76;
4/29/79;

11/11/79; 11/16/80; 4/25/82; 8/28/83;
6/28/88;

4/30/89; 1/23/00, 12/9/01, 12/15/02,
5/23/04,

12/11/05, 5/21/06, 5/20/07, 5/18/08,
5/17/09, 5/19/13, 05/20/2018

ARTICLE XVIII.

DISSOLUTION

In the event of dissolution of the Church, all assets shall revert to the Unitarian Universalist Association.

ARTICLE XIX.

INDEMNIFICATION

Any damage, risk, or loss due to or as a result of action by any member of the Board of Trustees and/or employees of the Church