

CONSTITUTION AND BY-LAWS
OF THE
UNITARIAN UNIVERSALIST FELLOWSHIP
OF POTTSTOWN, PENNSYLVANIA
APPROVED AS AMENDED JUNE, 2002

ARTICLE I - NAME AND AFFILIATION

The name of this religious, non-profit corporation shall be the Unitarian-Universalist Fellowship of Pottstown, Pennsylvania. It shall be a member of the Unitarian-Universalist Association and of the Joseph Priestly District

ARTICLE II - STATEMENT OF PURPOSE

The purpose of this Fellowship is to join together in a cooperative quest for religious and ethical values; to apply these values to the fulfillment of these objectives: the development of character, the enrichment of the spirit, the promotion of universal brotherhood and service to all humankind. The basic underlying convictions are that religious and scientific truth must be compatible, that the democratic process should govern human relations, and that each individual has an inherent dignity and the right to freedom of belief unfettered by any prescribed creed or dogma. Each member is asked to seek his or her own personal fulfillment in a spirit of love and respect for all.

Additionally this Fellowship embraces the principles and purposes adopted by the UUAGA in 1984, as follows: The inherent worth and dignity of every person; Justice, equity and compassion in human relations; Acceptance of one another and encouragement to spiritual growth in our congregations; A free and responsible search for truth and meaning; The right of conscience and the use of the democratic process within our congregations and in society at Large; The goal of world community with peace, liberty, and justice for all; Respect for the interdependent web of all existence of which we are a part.

The living tradition which we share draws from many sources: Direct experience of that transcending mystery and wonder, affirmed in all cultures, which moves us to a renewal of the spirit and an openness to the forces which create and uphold life; Words and deeds of prophetic women and men which challenge us to confront powers and structures of evil with justice, compassion, and the transforming power of love; Wisdom from the world's religions which inspires us in our ethical and spiritual life; Jewish and Christian teachings which call us to respond to God's love by loving our neighbors as ourselves; Humanist teachings which counsel us to heed the guidance of reason and the results of science, and warn us against idolatries of the mind and spirit; Spiritual teachings of earth-centered traditions which celebrate the sacred circle of life and instruct us to live in harmony with the rhythms of nature.

ARTICLE III - MEMBERSHIP

Membership in the UUFP is open to all individuals without regard to creed, faith, national origin, race or color, gender, sexual orientation, age or physical abilities.

1. Membership is open to any person fourteen (14) years of age and over who:
 - a. Expresses a willingness to associate him/herself with the beliefs and goals of the Unitarian Universalist Association;
 - b. Recognizes his/her responsibility to contribute within his/her means, both financially and personally, to the life of the Fellowship;
 - c. Signs and dates the Membership Book in the presence of the minister, an officer or the Membership chairperson.
2. Any member who has not participated in the Fellowship activities and/or made financial or service contributions within a year shall be contacted by the Membership Committee for an expression of interest in remaining a member. The Membership Committee shall mail to each of these members an invitation to reconfirm their interest in remaining a member of the Fellowship. If such member indicates within sixty (60) days after the mailing that he/she desires to remain a member, his/her membership in the Fellowship will be continued; otherwise, his/her membership will be terminated.
3. Any member may resign at any time by written notice to the President or Secretary.
4. Any person who has been a member of the Fellowship for thirty (30) days shall be eligible to vote, and shall be eligible for election to office. Reinstatements of membership will also be subject to the thirty (30) day waiting period to be eligible to vote.
5. Any person not included on the official membership list may appeal to the Board of Directors, whose decision shall be final.

ARTICLE IV - CONGREGATIONAL MEETINGS

GENERAL

1. All of the meetings referred to in this Article shall be official Congregational Meetings.
 - a. These shall be called by the Secretary at the direction of the Board of Directors or of the President by causing notice of any such meeting to be posted on the Fellowship bulletin board at least ten (10) days. In the event of insufficient quorum at a pre-notified Congregational meeting, the time constraint will not apply for notification of the subsequent Congregational meeting.
 - b. The Secretary shall send notices of such meetings to every voting member of the Fellowship by first class mail or deliver in person, not less than eight (8) days prior to the meeting. The business to be transacted at any meeting of the Fellowship shall be specified in the notice of that meeting.

- c. Notices need not be posted during the summer if Fellowship services are not held.
- 2. At a Congregational meeting, a quorum shall consist of 40% of the eligible voting members. However, any change in the By-Laws requires a quorum of 51% of the eligible voting members.
- 3. A simple majority of the eligible voting members present shall be required to pass a motion, except that members under eighteen years of age may not vote on matters pertaining to the acquisition, disposition or financing of property. A two-thirds majority of all eligible voting members present shall be required to amend the By-Laws. (Article XVI.) The President's vote shall be decisive in the event of a tie.
- 4. Any member may vote the written proxy of other members, except to amend the By-Laws (Article XVI). All proxies must be in writing, signed and dated, designating the member to vote on the absentee's behalf.
- 5. All meetings shall be conducted in accordance with these By-Laws and Robert's Rules of Order Newly Revised 1981 Edition
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ANNUAL CONGREGATIONAL MEETING

- 6. An Annual Meeting shall be held each year, prior to the fiscal year's end, at such time and place as shall be fixed by the Board of Directors. This meeting shall be for the purpose of reviewing and adopting the budget, presentation of written committee reports, announcing new committee chairpersons appointed by the President-Elect, conducting other business as stated in the notice of the meeting, and any other business presented from the floor. However, only business as stated in the notice of the meeting will be eligible for vote. Copies of the budget shall be presented to all members in attendance at the Annual Meeting and the minutes from the last Annual Meeting will be read.

ELECTION CONGREGATIONAL MEETINGS

- 7. An Election Meeting shall be held each year to vote on the elected members of the Board (Article VII-2) for the upcoming fiscal year (July 1 through June 30). This meeting will be held in March (See Article VII-1).

SPECIAL CONGREGATIONAL MEETINGS

- 8. Special meetings may be called by the Board of Directors, or must be called by them upon written request of ten (10) voting members of the Fellowship.

ARTICLE V - MEMBERS OF THE BOARD OF DIRECTORS

- 1. All members of the Board of Directors must be voting members of the Fellowship.
- 2. The governing body of the Fellowship shall consist of the elected members of the board and no more than three (3) other voting members, as appointed by the President and confirmed by the Board of Directors. These elected members of the board and appointees shall be voting members of the Board of Directors (Article VII, Article IX-2 & IX-3).

3. The term of office for the Board of Directors shall be from July 1 to June 30.
4. All elected members of the board who have served three (3) continuous years in any one office shall not be eligible for re-election to the same office until after an interval of one (1) year. The Treasurer's office is exempted from this rule.
5. Vacancies occurring on the Board shall be filled for the uncompleted year by appointment by the remaining members of the Board within forty-five (45) days of written notice of such vacancy to the President or the Secretary.
6. Three (3) consecutive unexcused absences from Board meetings shall be grounds for dismissal from the Board of Directors.

ARTICLE VI - DUTIES OF THE BOARD OF DIRECTORS

Authority and responsibility for the conduct of the affairs of the Fellowship rests with the Congregation, which assigns to the Board of Directors responsibility for achieving the purpose of the Fellowship (as set out in Article II) and which delegates power to the Board of Directors to perform the following duties:

1. The members of the Board are responsible for all business and financial affairs, including raising and expending of funds, as follows:
 - a. The purchase, maintenance, rental and disposal of Fellowship property;
 - b. Acting as agent in regard to employment of a minister, but no minister shall be appointed or dismissed without the approval of the Fellowship at a Congregational meeting;
 - c. The employment and terms of employment of all full or part-time employees of the Fellowship, other than the minister;
 - d. Acting on any other matters pertaining to the administrative or business operations of the Fellowship.
5. Ensuring that fair and equal employment opportunity guidelines are followed as established in Article XVIII.
2. The Board of Directors shall have the following exception of powers:
 - a. In any one year, the Board of Directors shall not incur a debt or expend an amount in excess of 10% of the annual budget.
 - b. A report of any special action on the above shall be made to the Congregation by the Board
3. The Board of Directors shall meet monthly from August through June on a regular date designated in advance by it, and at such other times as may be appropriate based upon a call by the President or by any three (3) of its members.
4. All action by the Board of Directors shall be decided by majority vote in a regular or special meeting.
 - a. A quorum for a Board of Directors meeting shall consist of five (5) members of the board, of which at least four (4) are elected members of the board.

- b. A member of the Board must be personally present at a meeting of the Board of Directors to be eligible to vote.
5. All public statements to be made in the name of the Unitarian-Universalist Fellowship of Pottstown shall be approved by a vote of the Board of Directors, in which a majority of the Board endorses the statement, or by a vote at a Congregational meeting in which not fewer than two-thirds (2/3) of the members present endorse the statement. It shall be indicated in the record whether such statements were approved by the Board of Directors or by the Congregation.
 6. Any member of the Fellowship may attend any Board meeting.

ARTICLE VII - Elected Members of the Board

1. The elected members of the Board shall consist of:
 - a. President
 - b. Vice-President
 - c. Secretary
 - d. Treasurer
 - e. Membership Chairperson
 - f. Sunday Service Chairperson
 - g. Religious Education Chairperson
2. These seven (7) Board members shall be elected by the voting members at the Election Meeting to serve for a one year term (Article IV-7).

ARTICLE VIII - DUTIES OF ELECTED MEMBERS OF THE BOARD

1. The President shall be the principal officer of the Fellowship and shall preside at all meetings of the Board of Directors and the Congregation.
2. The President shall appoint committees of the Fellowship as needed, and delegate to them the authority necessary to carry out efficiently their programs of work. (Article VIII - 4.)
3. The Vice-President shall act as President in the absence of the President, and perform such other duties as pertain to that office, including assisting the President in organization and operation of the committees.
4. The Secretary shall take the Minutes and keep a record of all **Congregational Meetings** of the Fellowship and of the Board Meetings. Minutes of all such meetings shall be compiled promptly and a copy posted on the Fellowship bulletin Board within seven (7) days. All minutes taken shall be available and read at the next meeting of the Board or Congregational meeting. (Article IV - 6.) The Secretary shall mail or personally deliver notices of all Congregational Meetings (Article IV-1-a.,-b.,-c.). The Secretary shall also perform such other duties as pertain to that office.
5. The Treasurer shall hold in safekeeping all valuables of the Fellowship, keep account of all receipts and expenditures, render statements monthly at Board meetings, organize the pledge campaign, collect pledges and pay bills which are within the budget and non-budgeted bills as may be approved by the Board. The Treasurer shall also maintain the official list of current pledges. The Treasurer and all others having signatory authority with respect to Fellowship funds, securities and valuable documents shall be bonded at the expense of the Fellowship. The

Treasurer shall oversee the Finance Committee in the preparation of the projected annual budget for the next fiscal year for approval by the Board of Directors and present this budget to the membership, along with copies, for approval at the Annual Meeting. The Treasurer shall prepare all tax returns which are to be filed by the Board of Directors. The Treasurer shall perform such other duties as pertain to that office.

6. The Membership Chairperson shall be responsible for:
 - a. Maintaining official lists of Fellowship members and eligible voting members. **A Notice of Membership Status shall be posted 15 days prior to all Congregational Meetings** (Article III).
 - b. Welcoming new members and newcomers, maintaining the membership and newcomer books, contacting potential members, and performing such other duties as pertain to that office.
 - c. Orienting and assimilating people into the life of the Fellowship.
7. The Sunday Service Chairperson shall, in coordination with the minister, provide weekly services for the Fellowship's fiscal year.
8. The Religious Education Chairperson shall be responsible for providing children's Religious Education services and training from September through June.

ARTICLE IX - COMMITTEES

1. All committee chairpersons must be voting members of the Fellowship.
2. The voting committee chairpersons on the Board of Directors may include those listed below, but must not exceed a total of three (3) which will be confirmed by the Elected Members of the Board of Directors.
 - a. Forward Planning
 - b. Newsletter
 - c. Adult RE
 - d. Building and Grounds
 - e. Publicity
 - f. Social Justice
 - g. Social Life
 - h. Caring
 - i. Forward Planning
 - j. Hospitality
 - k. Librarian
 - l. Committee on Ministry
 - m. Music
 - n. Finance
 - o. Nominating Committee
 - p. Others as required by Fellowship needs.
3. The President-Elect shall, by the Annual meeting, appoint chairpersons of committees for one-year terms.
4. Between the time of their appointment and the beginning of their term, the newly appointed chairpersons shall consult with outgoing chairpersons to learn the responsibilities of their respective committees, attend regular board meetings and maintain a smooth transition.

5. An Audit Committee and a Nominating Committee shall be appointed by the Board of Directors yearly. (Article X and Article XI).

ARTICLE X - AUDIT COMMITTEE

1. An Audit Committee of two (2) or more persons shall be appointed by the Board of Directors to review the Treasurer's records and accounts and to present a written report at the September meeting of the Board of Directors.
2. The President, Treasurer and all others having signatory authority may not be a member of the Audit Committee.
3. The audit is to be done between July 1 and September 1 and the written report will be included in the Annual Report to Members. (Article XVII)

ARTICLE XI - NOMINATING COMMITTEE

A Nominating Committee of three (3) or more members, no more than one (1) of whom shall be a member of the Board of Directors, shall be appointed by the Board by its December meeting. It shall then prepare a slate of candidates for all elective offices of the Fellowship, after first gaining the consent of each candidate to serve. (Article XII - 1.)

ARTICLE XII - ELECTIONS

For all officers and other elective positions of the Fellowship, the following procedures shall apply:

1. A slate of one or more candidates for each office from the Nominating Committee must be received by the President or the Secretary of the Board one month before the Election Meeting in March
 - a. Nominations from the membership may be received from the floor at the Election Meeting.
 - b. In the event that there is no nominee for a Board position at the time of the election, the office may be filled by appointment by the Board of Directors; however, there must be a nominee for President.
2. Each qualified member of the Fellowship shall have one vote. (Article III - 4. & Article III - 5.)
3. A simple majority shall be required to elect an officer. In case of a tie, the President shall cast the deciding vote.

ARTICLE XIII - REPRESENTATIVES TO THE GENERAL ASSEMBLY

The authorized number of delegates and alternates to the General Assembly of the UUA shall be appointed by the Board prior to the GA.

ARTICLE XIV - FORMATION OF ORGANIZATIONS

The formation of organizations that are in accord with and promote the Principals and Purposes of the Fellowship shall be encouraged, subject to the approval of the Board of Directors.

ARTICLE XV - FISCAL YEAR

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

ARTICLE XVI - AMENDMENTS TO BY-LAWS

The By-Laws may be amended at any Congregational meeting of the Fellowship by a two-thirds (2/3) vote of eligible voting members present. A quorum for purposes of amending the By-Laws is 51% of eligible voting members. (Article III-4. & Article IV -3 & IV-4.) Written proxies will not be accepted to amend the By-Laws. (Article IV-4.) The existing By-Laws and proposed changes must be included in the written notice of such meeting. Proposed amendments may be revised and voted on as long as such revision does not change the intent.

The Board of Directors can propose changes to the By-Laws after obtaining a 2/3 majority vote of board members at a regularly scheduled board meeting.

In addition, members of the Congregation can propose By-Law changes by submitting a signed petition of at least 10% of the eligible voting members. This petition must be presented to the Board of Directors in writing and in person by one of the petitioners at a regularly scheduled Board meeting. Board approval is not necessary to forward the proposed By-Law changes to the Congregation. The Board will be required to call a Congregational Meeting for action on the proposed By-Law changes within 90 days of the submission of the petition to the Board.

ARTICLE XVII - ANNUAL REPORT TO MEMBERS

An Annual Report To Members shall be compiled by the past term President and presented to the Board of Directors at its September meeting. The Board of Directors will review, revise if necessary, and approve the report. The Secretary shall maintain the approved Annual Report as an official record of the Fellowship and shall make the report available to all members upon request. Additionally, a copy of the Annual Report shall be posted on the Fellowship bulletin board. This report shall include the prior year-end Financial Report, Audit Committee Report, Minutes of the Annual Meeting, Committee Reports, and other reports as determined by the Board of Directors.

ARTICLE XVIII - EQUAL EMPLOYMENT OPPORTUNITY STATEMENT

The UUFP is an Equal Opportunity employer in its selection and employment practices. All persons hired will receive appropriate consideration in all matters without regard to non-merit factors such as religion, national origin, race, color, gender, sexual orientation, age or physical abilities.

Article XIX - Disbanding

Should this Fellowship cease to function and the membership vote to disband, any assets of the Fellowship will be transferred to the Unitarian Universalist Association for its general purposes. This transfer is to be made in full compliance with all applicable laws and in compliance with the conservation easement granted to Green Valleys Association.