

# Unitarian Universalist Community of Casper, Wyoming Bylaws

## ARTICLE I NAME

The name of this religious organization church shall be the Unitarian Universalist Community of Casper, Wyoming. The organization may be referred to throughout these bylaws as “the church,” “the congregation,” or as “UU Casper.”

## ARTICLE II PURPOSE

The purpose of this spiritual community is to foster individual spiritual growth, ethical living, inclusive fellowship, and engagement with other faith traditions, and to raise awareness in our community of a visible and viable Unitarian Universalist presence.

## ARTICLE III INCLUSIVITY AND DIVERSITY

UU Casper strives to foster a climate of purposeful inclusion of all people, and values the diversity of racial and cultural identity and background, nationality, sexual and affectional orientation, gender identity and its expression, religious background and belief, marital status, family structure, age, mental and physical health and ability, political perspective, and educational and class status. These values apply to all UU Casper activities, and inform all decisions of the church.

## ARTICLE IV MEMBERSHIP

- A. Any person who is at least 16 years of age may become a Member of UU Casper who (1) is in general agreement with its purposes and principles, (2) signs the Membership Book, and (3) supports the church through financial contributions and/or personal participation. A Member is entitled to one (1) vote on each matter submitted for a vote of the Members.
- B. By two-thirds (2/3) vote, the Board may terminate a person’s membership for actions that threaten the well-being of the church, subject to the person’s right to due process, as provided by Board policy.
- C. Persons who participate regularly in church activities and may also support it financially, but who have not signed the Membership Book, are recognized by the term “Friends.” UU Casper invites Friends to join committees and otherwise be fully involved in UU Casper life. However, Friends may not vote, make or second motions, and may not serve on the Board of Trustees or on the specific committees listed in ARTICLE VIII.

## ARTICLE V DENOMINATIONAL AFFILIATION

This organization shall be a member of the Unitarian Universalist Association of Congregations, the Pacific Western Region, and the Mountain Desert District or their successors.

## ARTICLE VI GOVERNANCE

- A. Member Authority: The governance of this church shall be vested in its Members, who shall exercise the right of control in all its affairs, subject to its Articles of Incorporation and to the Wyoming Nonprofit Corporation Act, Title 17, Chapter 19 of the Wyoming State Statutes. The following matters are specifically reserved to the exclusive jurisdiction of the Members:
  - 1. Election of Board of Trustees,
  - 2. Adoption and amendment of the Articles of Incorporation and the Bylaws,

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3. Adoption of the annual operating budget,
4. Authorization of the officers to purchase, sell, mortgage, lease, or otherwise dispose of, or deal in, the church real estate,
5. Dissolution of the church, or
6. Removal of Trustees who fail to perform their duties, although such Trustees may also be removed by the Board of Trustees, subject to the review authority of the Members.

B. Executive Power of the Board of Trustees: The executive power of the church shall be delegated by the Members to the Board of Trustees, which shall provide leadership and conduct the business of the church, as more fully described in the following Articles. The Board of Trustees shall be guided by resolutions or motions which may be adopted by the Members.

ARTICLE VII OFFICERS, BOARD OF TRUSTEES, AND EXECUTIVE COMMITTEE

A. Board of Trustees

1. Composition

- a. The Board of Trustees (the Board) shall be composed of up to seven (7), but no less than five (5) Trustees. Trustees must be UU Casper Members. Trustees shall serve two (2) year terms, beginning on July 1 of the first fiscal year and ending June 30 of the second fiscal year after the election. Such two year terms shall be staggered, therefore at each annual Congregational Meeting the Members shall elect up to four (4) Trustees. The number of Trustees to be elected may be increased as necessary in the event of unfilled vacancies on the Board.
- b. The Minister shall be a non-voting, ex-officio member of the Board of Trustees.

2. Board Duties and Powers

- a. Subject to these Bylaws and the authority of the UU Casper Members, the Board shall be the governing body of the church, and has the authority to enter into contractual arrangements on behalf of the church. The Board is responsible for oversight and evaluation of all church programs and activities, fiduciary control of all monies and property, including adherence to the annual operating budget. The Board shall perform such functions as planning, goal-setting, and establishing policies and procedures, and forming and overseeing committees.
- b. Additional specific responsibilities and duties of the Board may be prescribed in the Board Policies.
- c. The Board reserves responsibility for specific duties that may be delegated pursuant to Board Policies to committees or others.

3. Board Meetings

- a. The Board shall meet at least every two months. The President shall call special meetings as needed or at the request of a majority of the Board. Meetings are open to everyone.

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- b. Executive sessions of the Board can be called, and guests or others may be excused.
- c. In the case of an emergency or other limited circumstances, the Board may meet between board meetings via telephone or electronic means, however any action taken by such means shall be ratified at the next Board meeting.
- d. A majority of the voting Trustees shall constitute a quorum.

4. Removal/Resignation

- a. Any Trustee may resign by giving notice in writing to the Board.
- b. Any Trustee may be removed, with or without cause, by action of two-thirds (2/3) of the Trustees, or by majority vote of the Members at a Congregational Meeting.

5. Vacancies

- a. Vacancies on the Board occurring between Annual Congregational Meetings shall be filled at the discretion of the Board, subject to the requirement of ARTICLE VII A.1.a. that there be at least five (5) Trustees. Persons filling a vacancy shall be elected by majority vote of the Board, and shall serve until the end of the current fiscal year.

B. Officers

- 1. At the beginning of each fiscal year, the Board of Trustees shall elect from the Trustees four Officers: a President, Vice President, Secretary, and Treasurer, each to serve a term of one (1) year.
- 2. In additions to their responsibilities and duties as Trustees, the Officers shall perform the duties normally associated with their respective offices, prescribed by these Bylaws and Board Policies, and as directed by the Board or the Members.
  - a. The President shall act as the chief administrative officer, and preside at Board and Congregational meetings.
  - b. The Vice President shall act as President in their absence, and shall assist the President as requested.
  - c. The Secretary shall act as President in the absence of the President and Vice President, shall record the minutes of Board and Congregational meetings, is responsible for maintaining the non-financial records of the church, and shall verify Member voting eligibility at Congregational Meetings.
  - d. The Treasurer shall act as President in the absence of the President, Vice President, and Secretary. The Treasurer shall be responsible for financial reporting, providing for fiscal control of church monies and security of financial records and documents, establishing and monitoring appropriate financial and accounting policies and procedures, coordinating the year end operating budget process, and overseeing the annual pledge drive, The Board and the Treasurer reserve responsibility for financial and accounting duties delegated to others.

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C. Executive Committee

1. The Executive Committee shall be composed of the four (4) officers of the church.
2. The Executive Committee shall have such duties and perform such functions as are delegated to it by the Board.
3. Two (2) Officers represent a quorum. Any action taken by the Executive Committee must be ratified by the full Board at its next meeting.

ARTICLE VIII COMMITTEES

A. These Bylaws establish the Executive Committee ARTICLE VII.C., the Nominating Committee ARTICLE VIII. C., and the Ministerial Relations Committee ARTICLE VIII.D.

B. The Board shall create and oversee such other standing and temporary committees as it deems necessary, and may develop written policies concerning such committees and their operations.

1. The purposes of such committees and the scope of their responsibility and authority shall be established by the Board.
2. Chairpersons for such committees shall be appointed by the President and approved by the Board.
3. Membership of such committees shall be open to all Members and Friends.

C. Nominating Committee

1. The Nominating Committee shall support and improve the leadership of UU Casper by recruiting strong candidates for the Board of Trustees.
2. The Nominating Committee shall be composed of at least three (3) persons: 1) the Vice President, who shall serve as chairperson, 2) one other Trustee selected by the Board, and 3) at least one non-Trustee Member selected by the two Trustee committee members.
3. The Nominating Committee shall publicize, solicit, and compile a list of proposed candidates for open Board of Trustees positions. The committee shall report to the Board on the list of proposed candidates at the May Board meeting. The committee shall facilitate publishing (through regular church communications methods, including email) the final list of recommended candidates at least 10 days prior to the Annual Congregational Meeting.
4. Additional nominations may be submitted from the floor of the Annual Congregational Meeting.

D. Ministerial Relations Committee

1. The Ministerial Relations Committee shall contribute to the quality of the professional ministry by serving as support and counsel to the Minister, and as a communication channel between the Minister and the congregation.
2. The committee shall be composed of two (2) members selected by the Minister and one (1) member selected by the Board. Committee members shall serve for one year, and may be

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reappointed for no more than three (3) consecutive terms. No more than one (1) committee member may also be a Trustee.

3. The committee shall meet as needed, but at least quarterly in a non-crisis, goal-oriented manner with an agenda to explore the various concerns, challenges, and opportunities of the Minister/Congregation relationship, and UU Casper's own role and agreed-responsibility in shared ministry. The committee shall assist the Minister in their plans for professional development. The committee shall alert the Board to any emerging concerns.
4. The committee serves in an advisory and consulting capacity. Any Trustee who is serving on the committee shall not have any authority greater or different than any other committee member.

#### ARTICLE IX CONGREGATIONAL MEETINGS

- A. The Annual Congregational Meeting shall be held within the 60 day period preceding the end of each fiscal year (June 30), at a time and date determined by the Board, for the purpose of adopting an annual operating budget, holding elections, receiving Board and committee reports, and for any other business that may arise.
- B. Special Congregational Meetings to address specific matters may be called by the Board or at the written request of any five (5) Members.
- C. All congregational actions and elections shall be determined by a simple majority of the Members present and voting, except that a two-thirds (2/3) majority vote is required in the following cases:
  1. to purchase, sell, mortgage, lease, or otherwise dispose of, or deal in, the church real estate,
  2. for adoption or amendment of Articles of Incorporation or Bylaws, and
  3. for dissolution of the church.
- D. Twenty percent (20%) of the membership shall constitute a quorum.
- E. The vote on contested elections shall be by secret ballot.
- F. Notice of a Congregational Meeting, including a description of the business to be transacted, shall be published in the church newsletter and announced at Sunday service at least 10 days before the date of the meeting. However, if the business of the congregational meeting will include any of the actions listed in Article IX.C. 1. through 3., such notice shall be published at least 30 days before the date of the meeting.

#### ARTICLE X MINISTER

- A. The Minister and the Members share the responsibility for the spiritual interests and ministry activities of the church. The church looks to its Minister for spiritual leadership and professional guidance.
- B. The Minister shall have freedom of the pulpit as well as freedom to express their opinion outside the pulpit, but not to represent the church without authorization from the Board or the Members.
- C. The duties and responsibilities of the Minister shall be as agreed upon between the Minister and the Board of Trustees, and set forth in a written contract.

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- D. The Minister shall serve as an ex officio member of the Board of Trustees and of such committees as the Board shall designate.

ARTICLE XI FISCAL MATTERS

- A. Fiscal Year: The fiscal year shall be July 1 to June 30.
- B. Budget Process:
  - 1. The Board shall submit a proposed operating budget for the coming fiscal year at the Annual Congregational Meeting for approval of the Members. The Board may authorize and expend funds according to the approved budget.
  - 2. The Board may authorize reallocation of budgeted amounts among different budget line items.
  - 3. The Board may amend the budget resulting in an overall increase, as long as the amount of such increase does not exceed ten percent (10%) of the total budget. Budget increases in excess of ten percent (10%) must be approved by the Members at a Congregational Meeting.

ARTICLE XII DISSOLUTION

Should the Members vote to dissolve the church, all assets remaining after payment of debts shall be transferred to the Unitarian Universalist Association.

ARTICLE XIII OTHER MATTERS

- A. Interpretation: These bylaws shall be liberally interpreted in order to accomplish their basic intent, which is hereby stated to be the efficient operation and management of the Church in order to accomplish the purposes stated in the Church's mission statement.
- B. Nonprofit Status: Neither the Church, the Board, nor any officer or employee of the Church shall take any action or allow any activity or use of Church property which shall endanger the nonprofit corporate status or charitable, tax-exempt status of the Church or its property. Nothing in these bylaws shall be construed to allow a violation of this section.

ARTICLE XIV AMENDMENTS

Amendments to the Articles of Incorporation, or to these Bylaws, may be made at duly called Congregational Meetings, and voted upon, affirmatively, by at least two-thirds (2/3) of those present and voting. Announcement of any proposed change shall be contained in a notice of the meeting published 30 days prior to the meeting.

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Revisions:

8/14/2014 Adopted by majority vote of the Members as replacement for previous bylaws.  
6/3/2018 Amendments adopted by 2/3 vote of the Members at the Annual Congregational Meeting