

**Constitution and Bylaws
of the
Unitarian Universalist Church of Medford
As modified at the September 20, 2015 Annual Meeting**

Article I Name and Purpose

Section 1. The name of this organization shall be The Unitarian Universalist Church of Medford. It is organized on April 27, 1961, for the study and practice of religion in freedom and fellowship in affiliation with the Unitarian Universalist Association.

Section 2. In this Church, as authorized by Chapter 273 of the Acts of 1961 of the Commonwealth of Massachusetts, are consolidated the First Parish in Medford (organized in 1824), the First Universalist Society in Medford (1834), and the Hillside Universalist Parish in Medford (1896).

Section 3. This congregation affirms and promotes the full participation of persons in all our activities and endeavors including membership, programming, hiring practices, and the calling of religious professionals, without regard to race, color, gender, physical or mental challenge, affectional or sexual orientation, class or national origin.

Article II Membership

Section 1. All members in good standing on April 27, 1961, of any of the three organizations named in Article I, Section 2 above, are recognized as charter members of this Church.

Section 2. Any person, 16 years of age or over, who is in sympathy with the purpose and program of this Church and whose written application for membership has been approved by the Board of Trustees may become a member by signing the Roll of Members, which is kept by the Clerk. Active members are expected to attend public worship, participate in the affairs of the Church, and contribute services and/or funds to the support of the Church.

Section 3. The right to vote shall be reserved for active members who have reached the age of 18, and who have been members for at least one month.

Section 4. Any person who has become a member may resign by giving notice to the Board. A member who has not attended, participated, or contributed services or funds during the current and preceding church years, or who is known to have relocated or joined another church, may upon approval of the Board be placed on the inactive membership roll pending a return to participation, written resignation or death. A member who is unable to attend services or otherwise participate actively in the Church community, due to relocation from the vicinity or any other reason, but who wishes to remain affiliated with the Church, may submit a written request to the Clerk to take affiliate member status. Affiliate members and members on the inactive membership roll may not vote at a meeting, serve as an elected officer, or be included in the church population count.

A member who has died, moved away, or cannot be located shall be removed from the Roll of Members upon the recommendation of the Clerk and upon approval of the Board. Upon submission to the Clerk of written notice of intent to resume full membership status and upon approval by the Board, an affiliate member may resume active member status.

Article III Officers

Section 1. The officers of the Church shall consist of a Board of Trustees, a Clerk, a Treasurer, an Assistant Treasurer, and a Collector. All of these officers shall be voting members of this Church, and shall be elected at the Annual Meeting by ballot.

Section 2. The Board shall consist of at least five members and no more than nine. The number of trustees shall be established by vote of the Board prior to the annual meeting at which Trustees are to be elected. Board members shall be elected for terms of three years at each Annual Meeting of this Church. A member elected to fill an unexpired term of a Trustee who resigns or is otherwise unable to serve shall serve for the remainder of the unexpired term.

Section 3. The Clerk, the Treasurer, the Assistant Treasurer, and the Collector shall be elected for a term of one year, to serve until a successor is qualified.

Section 4. A vacancy in any of the offices established in Article III, Section 1 above, shall be filled by the Board by appointment to serve until the next Annual Meeting of the Church. At each Annual Meeting any remaining unexpired term of a member of the Board shall be filled by election at the same time and in the same manner as regular vacancies on the Board.

Section 5. No member of the Board shall serve more than two consecutive full terms.

Section 6. The Clerk shall:

(a) have custody of, and maintain, the Roll of Members.

(b) keep minutes of all Annual and Special Meetings of the church, and all meetings of the Board of Trustees.

(c) preside, at each Annual and Special Meeting of the Church, at the election of a Moderator pro tem.

(d) send notices of all meetings.

Section 7. The Treasurer shall:

(a) have custody of all funds and financial records of the Church.

(b) maintain a current and accurate record of all financial transactions, and shall submit this record to the inspection of the Board or of an auditor appointed by it at any reasonable time.

(c) disburse funds at the direction of the Board within the currently approved budget or extraordinary expenditures, and

(d) submit a full financial operating statement and statement of financial condition to the Church at the Annual Meeting.

Section 8. The Assistant Treasurer or other members of the Finance Committee may be authorized to perform all the Treasurer's duties, as directed by the Treasurer.

Section 9. The Collector shall:

(a) take charge of the collection at the conclusion of each service, make a proper record thereof of all monies received and deposit all monies in a bank account with a duplicated deposit slip, one of which shall be given to the Treasurer.

(b) receive all other pledges from individuals and organizations, and deposit all such monies in a bank account sending a duplicate deposit slip to the Treasurer.

Section 10. The Treasurer, Assistant Treasurer, and Collector shall be bonded at the expense of the Church for an amount to be determined by the Board.

Section 11. The Clerk, Treasurer, and Collector may meet with the Board of Trustees and may take part in its deliberation, but shall have no vote in its decisions unless they are serving concurrently as members of the Board of Trustees.

Article IV Powers and Responsibilities Delegated to the Board of Trustees

Section 1. The Board of Trustees shall:

(a) meet on a regular basis as established by vote of the Board.

(b) elect a Chair and a Vice-Chair annually at its first meeting.

(c) appoint annually the Chairs and other members of the following standing committees, as required, and define their responsibilities and powers, and receive the reports of such committees:

- I Worship
- II Religious Education
- III Community Life and Membership
- IV Finance

- V Caring
- VI Property
- VII Ministry

(d) appoint, from time to time, the chairs and other members of such additional standing or special committees as it deems advisable, define the responsibilities and powers, and receive the reports of such committees; to appoint delegates to all bodies with which the church is affiliated; and to appoint officers or representatives to any charitable trusts which require appointments made by the church, including election of Board Members of the Congregational Ministerial Fund of the First Parish in the City of Medford and election of Treasurer of the Charity Fund.

(e) administer, directly or by delegation, all the affairs of the Church except as expressly provided otherwise in the Constitution and Bylaws and report its actions at the Annual Meeting, including a report of a proposed annual financial budget and a financial audit of the Treasurer's report.

(f) execute, directly or by delegation, each instruction of an Annual Meeting or a Special Meeting of the Church, and report its action at the Annual Meeting.

Section 2. A majority of currently serving Trustees shall constitute a quorum at its meetings.

Section 3. Actions consistent with these Bylaws may be authorized by vote at any meeting of the Board or by vote taken by email between meetings. The outcome of an email vote shall be recorded in the minutes of the next meeting of the Board.

Article V Power and Responsibilities Reserved to the Church

Section 1. To the Church, in Annual Meetings or in Special Meetings called and conducted in accordance with this Constitution and ByLaws, are reserved the following responsibilities and powers:

(a) to call or to dismiss a minister by a two-thirds vote of the members present and voting at an Annual Meeting or a Special Meeting.

(b) to adopt a budget of expenditures of money and to authorize any

extraordinary expenditure outside a duly adopted budget, provided that the Board of Trustees in consultation with the treasurer may authorize and incur expenditures in excess of the annual church operating budget for extraordinary expenditures, the total of such extraordinary expenditures at any given time not yet approved by the congregation not to exceed more than ten percent of the annual church operating budget, each extraordinary expenditure to be communicated promptly to the congregation by newsletter, program insert, or notice to email list as well as at the next Annual or Special meeting after the authorization.

(c) to mortgage or alienate, by gift, sale, lease, or in any other manner, any property of the Church. Such action shall require a two-thirds vote of the members present and voting.

(d) to elect a Nominating Committee of three members at the Annual Meeting.

Article VI Meetings

Section 1. The annual meeting of the church shall be held in May or June, at a time and place designated by the Board of Trustees, to elect officers, to adopt a budget for the following fiscal year, and to receive and approve the annual reports of the committees. Special Meetings may be held upon written petition of not fewer than fifteen members of the Church. At least two and not more than three weeks prior to the meeting, written notice of each meeting, including a copy of the Warrant, shall be posted on the church door, mailed electronically to each member, and published in at least two orders of service. Twenty members shall constitute a quorum for the transaction of all business.

Section 2. The Warrant for each Annual Meeting or Special Meeting shall specify the business to be transacted at the meeting. No item of business may be proposed at an Annual Meeting or a Special Meeting which was not announced in the Warrant for that meeting. The Board of Trustees shall compose the Warrant for each meeting and it shall insert in the Warrant any matter requested by five or more members of the Church. Unless provided otherwise herein majority vote shall decide any motion.

Section 3. The Clerk shall read a communication from any absent member on an article in the Warrant.

Section 4. Except as directed otherwise by a provision of this Constitution, the most recent edition of "Robert's Rules of Order" shall be the parliamentary authority for all meetings.

Article VII Fiscal Year

The fiscal year shall be from July first through June thirtieth.

Article VIII Amendments

This Constitution and these Bylaws may be amended at the Annual Meeting or Special Meeting of the Church by two-thirds vote of those members present and voting.