

## **Bylaws of Live Oak Unitarian Universalist Fellowship** Adopted by Membership – August 8, 2009 (On-line vote)

### **Article I. Name**

This religious organization is incorporated as a California non-profit corporation under the name of Live Oak Unitarian Universalist Fellowship, hereinafter referred to as the Fellowship.

### **Article II. Purpose**

This corporation is a religious corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Religious Corporation Law exclusively for religious purposes.

The purpose of this organization is to foster religious growth through worship, study, service and fellowship, and to affirm and promote:

- 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.

### **Article III. Membership**

#### **SECTION A. MEMBERSHIP**

The Fellowship embraces all people, including those of every religious background, any racial and ethnic background, any national origin, any educational level, any income level, any level and type of physical and mental development and ability, any affectional or sexual orientation, and any age. Any person in sympathy with the purpose and program of this organization may become a member by signing the Membership Book. To remain an active member, a person is expected to participate in the affairs of the organization, and to contribute services and funds as appropriate to the needs and abilities of the organization and of the individual members.

#### **SECTION B. PRIVILEGES**

Any active member who is 18 years or older and has been certified by the Secretary of the Board of Trustees as having been an active member for at least two (2) weeks is eligible to vote at any of the organization's meetings and to hold an elected office.

#### **SECTION C. TERMINATION OF MEMBERSHIP**

A member who has not participated or contributed services or funds as described above, for two (2) church years may be removed by the organization from the active membership rolls following written notification. Members may also withdraw from membership by submitting a written or oral resignation. A member may be excluded from membership for cause by action of the Board of Trustees.

## **Article IV. Affiliation**

This congregation shall be a member of the Unitarian Universalist Association and of the Pacific Central District or their successors. It is the intention of this congregation to make annual financial contributions equal to its full Fair Share as determined by the Association and the District.

## **Article V. Meetings**

### **SECTION A. REGULAR CONGREGATIONAL MEETINGS**

Two regular meetings of the congregation shall be held each fiscal year. The Board of Trustees will determine the exact time and place and the final agenda for both meetings. The first meeting shall include election of trustees and election of members of the nominating committee. The second meeting shall include the adoption by the membership of an annual budget for the coming fiscal year. Other business, as outlined in the agenda, may be transacted at both meetings.

### **SECTION B. SPECIAL MEETINGS**

Special Congregational Meetings may be initiated by the Board or by the receipt of a written petition requesting such a meeting signed by at least fifteen percent (15%) of all members eligible to vote at that date. The meeting shall be scheduled and notification made within fourteen (14) days after receiving the Board's direction or a petition request with the required number of signatures. A call for a Special Congregational Meeting, either by the Board or by petition, shall state the purpose of the meeting. No other business may be transacted at such a meeting.

### **SECTION C. EMERGENCY MEETINGS**

The Board may call an Emergency Meeting of the organization, if necessary, by a unanimous vote of the members of the Board participating in the vote. Such a call need not be in conformance with the notification requirements below, but the Board shall take such measures to insure notification to all members using the telephone, first class mail, electronic mail, or other actual notice as appropriate. Quorum and voting requirements shall be determined by the action to be taken.

### **SECTION D. NOTIFICATION**

The business to be transacted at all meetings shall be set forth in the notice of the meeting, which shall be sent to all members by written means at least fifteen (15) days before the meeting.

### **SECTION E. QUORUM**

For the purpose of establishing quorum requirements, the Fellowship's membership residing within fifty (50) miles of the church shall be considered as the base upon which the quorum is computed. Twenty percent (20%) of the membership, as above defined, shall constitute a quorum for all Regular Meetings. Thirty percent (30%) of the membership, as above defined, shall constitute a quorum for all Special Meetings. If a quorum is not present at a meeting, action may nonetheless be taken on any question properly brought before the assembled members if such action shall be supported by the same absolute number of votes as would be required for action at the meeting at which a quorum is present. The Moderator may, in the absence of a quorum, designate a new meeting date and time, again notifying the membership as defined in these bylaws.

### **SECTION F. DECISIONS**

Decisions will be made upon a simple majority vote of those members present and voting at the meeting, unless a different procedure has been specified. When decisions are made regarding the purchase or sale

of real property, the required quorum is thirty percent (30%) of the total number of members eligible to vote at that time.

## **Article VI. Governance**

At each annual meeting, members shall elect a Board of Trustees, all of whom shall be members of the congregation eligible to vote. The Board shall have five (5) members, but that number may be expanded to as many as nine (9) by approval of a congregational meeting. Regular terms of office for Trustees shall be for a period of two (2) years, except that terms for the initial Board shall be a mix of one (1) and two (2) year periods. Regular terms of office for Trustees shall be so fixed at the beginning, or upon any change in the Board composition, to encourage the fewest number of trustees elected each year. No person shall serve as trustee more than five (5) consecutive years. To fill mid-term vacancies, the Nominating Committee shall present a candidate to the Board of Trustees. A vote of the majority of the Board of Trustees will then be required to fill the vacancy on the Board until the next congregational meeting.

A Nominating Committee of three (3) members who are not members of the Board of Trustees shall be chosen at the annual meeting for the purpose of developing a slate of nominees for the upcoming Board election. Nominating Committee members shall serve for a period of two (2) years, except that terms for the initial Committee shall be a mix of one (1) and two (2) year periods. No person shall serve on the Nominating Committee for more than five (5) consecutive years.

Specific Duties of the Board of Trustees:

The Board of Trustees shall:

- 1) Administer the organization's finances
- 2) Define committee structure
- 3) Employ staff members (as appropriate)
- 4) Provide general supervision over all activities of the congregation
- 5) Maintain and support a religious education program
- 6) Approve all legal papers
- 7) Refer to the membership all matters of policy it deems to be controversial or of major significance.
- 8) Select members to serve as delegates to the UUA General Assembly and the Pacific Central District Annual Meeting.
- 9) Other duties as necessary.

## **Article VII. Ministry**

At such a time as the Fellowship is ready to call a Minister, this section of the bylaws shall be determined and voted upon by the congregation.

## **Article VIII. Fiscal Year**

The fiscal year shall end June 30.

### **Article IX. Dissolution**

The property of this corporation is irrevocably dedicated to religious purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Should this Fellowship cease to function and the membership vote to disband, any accrued assets of the Fellowship will be assigned to the Unitarian Universalist Association if any remain after payment of debts.

### **Article X. Amendments**

These bylaws, so far as allowed by law, may be amended or replaced at any meeting of the congregation by a two-thirds vote of those present and voting. Notice of any proposed change shall be contained in the notice of the meeting.