

Bylaws of Mountain Light Unitarian Universalist Church, Inc.

Adopted: June 12, 2011

Article I. Name.

The name of this congregation shall be Mountain Light Unitarian Universalist Church, Inc.

Article II. Purpose.

The purpose of this congregation shall be to establish, maintain, and house a congregation dedicated to the principles and purposes of the Unitarian Universalist Association and to provide a spiritual home for religious liberals.

Article III. Membership.

- A. Membership Requirements. Each new member is expected to sign the membership book, agreeing to participate in and support the church.
- B. Charter Members. Members who joined the congregation on or before Charter Sunday, December 5, 1999, shall be designated as Charter Members.
- C. Termination of Membership.
 - 1. Voluntary withdrawal from active/voting membership may be made by request to any member of the Board.
 - 2. Assumed withdrawal from active/voting membership may occur when a member has not participated at MLUUC through attendance or financial support for six months
 - 3. Inactive members as above described can be reinstated to active/voting member status upon request and by resuming regular attendance and financial support during the 30 days following the request.
 - 4. The Board, by two-thirds majority, may vote to terminate a person's membership for actions deemed disruptive to the safety and collegiality of the congregation under the terms set out in the *MLUUC Policy on Disturbing Behavior*. Such a person shall be given written notice of intent to terminate membership, stating the reasons thereof, not fewer than fifteen (15) days before the effective date of such termination, and must be given the opportunity to be heard by the Board by an oral or written statement not fewer than five (5) days before the effective date of such termination
 - 5. A person whose membership has been terminated by the Board of Directors under the terms of the *Policy on Disturbing Behavior* may be reinstated following the provisions provided in the *Policy on Disturbing Behavior*.
- D. The Board shall update the voting membership roll by December 31, annually.

Article IV. Denominational Affiliation.

This congregation shall be a member of the Unitarian Universalist Association and of the Mid-South District.

Article V. Board of Directors (The Board).

- A. Governance. The Board of Directors shall be composed of seven (7) members: four (4) Officers, and three (3) Directors at Large.
- B. Responsibilities.
 - 1. The Board of Directors shall develop administrative policy, is accountable for the business affairs of the congregation, and is the trustee of the property of the congregation.
 - 2. The Board shall make policies that are consistent with, and help to further the congregation's mission.
 - 3. The Board is charged to serve the will of the membership and reports to the congregation.
 - 4. The Board may appoint or dissolve teams, except the Leadership Development Team, to accomplish the work of the congregation. It is the responsibility of the board to monitor the work of the teams.
 - 5. The Officers and Directors at Large for the upcoming year are nominated by the Leadership Development Team, reported to the Board, and voted on by the congregation at the annual meeting.
- C. Terms of Office. The Officers and the Directors at Large shall serve terms of one (1) year, be eligible for one (1) consecutive term, and not serve more than two terms in the same office.
- D. Meetings. The Board of Directors shall conduct business meetings regularly and shall announce the time, date, and location of the meetings in the newsletter.
- E. Quorum. Four (4) members of the Board of Directors shall constitute a quorum, and there will be no proxies at meetings of the Board of Directors.
- F. Unexpired Terms of Office.
 - 1. Unexpired terms of office, other than the President but including Directors, shall be filled by the Board of Directors at a regular or called meeting of the Board. Vacancies so filled shall serve until the next Annual Meeting.
 - 2. Director vacancies shall require election of an individual at the next annual meeting to fill the unexpired term, if any.

G. Expenditure Authority. The Board of Directors has the authority for discretionary spending not to exceed the total for the approved budget by \$500. The BOD does not have the authority to expend any amount toward property acquisition or to make any commitment to expenditures beyond the current fiscal year without congregation approval.

H. Officers.

1. *President.*

The President shall be the principal executive officer of the congregation and shall call and preside at meetings of the Board of Directors, and of business meetings of the membership. The president shall appoint team leaders with the exception of the Leadership Development Team, which is elected. (See below)

2. *Vice President.*

The Vice president shall assist the President, as requested by the President or as authorized by the Board of Directors, shall chair meetings in the absence of the president and assume the duties of the president in the event of a vacancy of that office.

3. *Secretary.*

The Secretary shall be responsible for minutes of all meeting of the Board of Directors, the Annual Meeting and other Congregational meetings, and certify membership records. The Secretary shall keep all minutes and attachments, bylaws, policies and membership records in a dedicated file on his or her computer with backup on a transferable digital storage device, make all such documents digitally accessible to the Congregation, and maintain appropriate records of the Corporation in the Corporate Book or other appropriate storage such as organized files. These records shall include a paper copy of the minutes from the annual meetings, current copy of the bylaws and current policy statements.

4. *Treasurer.*

The Treasurer shall establish accounting procedures for the Corporation to record all financial activities, establish and maintain the bank accounts for the general fund and any other accounts and funds authorized by the Board. The Treasurer shall receive and deposit the funds of the Corporation, pay bills as authorized in the approved Budget, or special expenditures as approved by the Board or by the Congregation. The Treasurer shall prepare monthly and annual financial reports, file the annual report and corporation fee with the State of Georgia, and file any documents required by law.

I. When the conditions imposed by items A, C or E above cannot be met and if enforced would significantly interfere with the orderly administration of the church the condition or conditions may be suspended or modified for one year by a majority vote of the

membership in attendance at a special called meeting of the congregation. Successive suspensions or modifications are permitted when required by circumstances.

Article VI. Leadership Development Team.

- A. Members of the Leadership Development Team shall select and announce candidates for the upcoming Board, and three candidates for the Leadership Development Team to be voted on by the congregation at the Annual Meeting.
- B. The Leadership Development Team shall not nominate current members of the Team to serve concurrently on the Board of Directors.
- C. The Leadership Development Team will be responsible for ensuring leadership succession by providing opportunities, helping members find, and develop their talents and by nominating candidates to office.
- D. The Leadership Development Team will select from its members, by majority vote, the Team Lead at the beginning of each leadership year.
- E. Should a team member be unable to complete a term of service, the President shall appoint a member to complete that term.
- F. Members of the Leadership Development Team serve one-year (1- year) terms and may be re-elected for one (1) consecutive term, and not serve more than two terms.
- G. When the conditions imposed by items A, B or F above cannot be met and if enforced would significantly interfere with the orderly administration of the church the condition or conditions may be suspended or modified for one year by a majority vote of the Board of Directors. Successive suspensions or modifications are permitted when required by circumstances.

Article VII. Meetings.

- A. Annual Membership Meeting.
 - 1. The annual membership meeting shall be held each year during the month of May or June at the church facility.
 - 2. The exact date for this meeting shall be chosen by the Board of Directors.
 - 3. Notification of the time, date, and the location of the annual meeting and of the business to be transacted shall be made to the membership at least fifteen (15) days prior to the meeting.
 - 4. The annual meeting shall require a majority of the voting members to be present or represented by proxies to conduct any business (quorum).

B. Requirements of Voting.

1. Voting Members are persons who have been members of record for 30 days or more and have made a contribution of record within the six months prior to the annual meeting.
2. The Secretary and Treasurer shall prepare a list of eligible voters prior to the annual meeting.

C. Requirements of Nominees.

1. No candidate shall be nominated from the floor who does not accept said nomination in person or in writing.
2. All candidates for office shall be voting members of the congregation, and must be eighteen (18) years of age or older.

D. Business of the meeting. The business of the meeting shall include:

1. The President's report.
2. The Leadership Development Team shall announce the nominees for the Officers and Directors at large for the upcoming Board, and the candidates, as needed, for the new Leadership Development Team.
3. Election of the President, Vice President, Secretary, Treasurer, and the Directors at Large (as needed) shall be by majority vote of those authorized to vote in person or by proxy.
 - a. Elections shall be by secret ballot.
 - b. If no contest exists, election may be by voice vote or by unanimous consent.
4. Approval of the annual budget.
5. Other business as may be required.

E. Special Meetings.

1. The Board of Directors may call a special meeting of the membership at any time.
2. A special meeting shall be called at the written request of twenty-five percent (25%) of voting members.
3. Requirements for notice and quorum are the same as for an Annual Meeting (shall require a majority of the voting members to be present or represented by proxies to conduct any business (quorum)).

Article VIII. Delegates.

- A. Delegates to represent this congregation at the UUA General Assembly and at the Mid-South District shall be appointed by the Board of Directors.

- B. The number of delegates appointed shall be in accordance with the number specified in the Bylaws of the UUA, and those of the Mid-South District of the UUA.
- C. Each delegate shall be a voting member of this congregation. Members can serve as delegates to the UUA General Assembly and Mid-South District at the same time.

Article IX. Fiscal Year.

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

Article X. Parliamentary Authority.

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall be used to resolve questions of procedure.

Article XI. Amendments.

- A. These Bylaws may be amended or replaced at any annual or special meeting of the membership.
- B. The Secretary shall include any proposed Bylaw amendments in the notice to the membership at least fifteen (15) days prior to the annual or special meeting.
- C. A two-thirds affirmative vote of those members voting shall be necessary.
- D. Revised bylaws shall take effect immediately upon approval of the Congregation.

Article XII. Dissolution.

In the event of the dissolution of this congregation and corporation, all of its remaining assets shall be conveyed to and vested in Georgia Mountains Unitarian Universalist Church, Inc. in Dahlonega, Georgia. The Board of Directors of this corporation shall perform all actions necessary to affect such conveyance.

CERTIFICATION

I certify that the foregoing is a true and correct copy of the Bylaws of Mountain Light Unitarian Universalist Church, Inc as duly amended by the membership on June 12, 2011

David B. Center, Secretary

Original to:
Corporate Book

Copy to :
Digital Files