

THE UNITARIAN CHURCH OF LINCOLN, NEBRASKA

BYLAWS

ARTICLE 1. NAME

The name of this church shall be: The Unitarian Church of Lincoln, Nebraska.

ARTICLE 2. DENOMINATIONAL AFFILIATIONS

The Unitarian Church of Lincoln, Nebraska, shall be a member of the Unitarian Universalist Association and of the Prairie Star District. It is the intent of this Congregation to make annual financial contributions equal to its full Fair Share as determined by the Association and the District, based on the number of Members.

ARTICLE 3. MISSION STATEMENT

We, the Unitarian Universalists of Lincoln, Nebraska, provide a religious community to nurture spiritual, intellectual, and emotional growth. We celebrate the individual worth of all human beings and life in all its diversity. We promote caring and responsibility for each other and our children, the larger community, and the environment. We work for social justice, peace, and a more humane world.

ARTICLE 4. NON-DISCRIMINATION POLICY

The selection of members of the Board of Trustees, officers, staff, and volunteers shall be made without discrimination based on color, race, sex, sexual orientation, religious heritage, national origin, socio-economic status, marital status, age, disability or appearance. This policy shall affect all dimensions of congregational life, including eligibility for membership, hiring practices, and the calling of religious professionals.

ARTICLE 5. MEMBERSHIP

Section 5.1. Eligibility. Any person 16 years of age or over, or any young person who has completed the Coming of Age program may become a Member of this Church by signing its Membership Book. The Church shall not adopt nor require any articles of faith or creed as a condition of membership.

Section 5.2. Members and Friends.

5.2.a. Members. Members shall be those who have signed the Membership Book and who, in the first annual pledge campaign and each year thereafter, make any recorded financial contribution to the Church. Membership begins 30 days after the Membership Book is signed.

5.2.b. Friends. Friends shall be those who are supportive of the Church but who do not qualify as Members under Section 5.2.a.

Section 5.3. Rights of Membership.

5.3.a. Members shall have the exclusive right to decide with their vote 1) to elect or dismiss members of the Board of Trustees and of the Nominations Committee, 2) to call or dismiss a minister, 3) to adopt the annual budget. 4) to approve expenditures or solicitation of funds for non-budgeted expenditures of more than 5% of the current budget, 5) to decide if and when money is to be borrowed from any source other than the Lincoln Unitarian Foundation, 6) to buy or sell property, 7) to amend the Bylaws, and 8) to decide other issues submitted to the Congregation by the Board of Trustees.

5.3.b. Ten per cent of the Members may by petition call for a special congregational meeting to submit proposals for changes in the Bylaws or to submit other items for action of the Congregation. These items may include repeal of any policy or act of the Board of Trustees.

5.3.c. Information about all aspects of the Church, except confidential information about Members, shall be readily available to all Members.

Section 5.4. Notice of Membership Status. Following each annual pledge campaign, the Board of Trustees shall direct that persons who have not made a pledge or a recorded contribution by the end of the year and who are not designated by the Board of Trustees as Members be notified that they will be dropped from membership, unless they indicate a desire to continue membership within 30 days by written notice to the Board Secretary and take steps to meet the membership requirements.

Section 5.5. Resignation. Any Member may withdraw from membership at any time by written notice to that effect to the Board Secretary.

Section 5.6. Termination of Membership. The name of any Member who moves away from Lincoln or its vicinity, and/or who fails to respond within 30 days to a communication as directed within Section 5.4, shall be removed from the current membership list unless the Board of Trustees shall decide otherwise.

ARTICLE 6. CONGREGATIONAL MEETINGS

Section 6.1. Annual Meetings. Two meetings of the church membership shall be held each year, one in spring and one in winter, the day and the time to be set by the Board of Trustees.

6.1 a. Spring Congregational Meeting. Members of the Board of Trustees shall be elected. The Minister, President, Coordinators, Treasurer, and Director of Religious Growth and Learning shall make their annual reports. Written reports of the activities of all Committees shall be distributed.

6.1 .b. Winter Congregational Meeting. Members of the Nominations Committee shall be elected. The budget for the ensuing fiscal year shall be presented to the Congregation for approval. The President of the Lincoln Unitarian Foundation shall make an annual report. The President of the Board of Trustees, the Coordinators, and the Minister shall report on all major decisions taken since the Spring Meeting.

Section 6.2. Special Meetings. Special meetings of the Congregation may be called by the Board of Trustees or by a petition signed by not less than ten per cent of the Members of the Church.

Section 6.3. Notice. Notice of the time and place of any meeting of the Congregation shall be mailed to all Members at least two weeks in advance of the meeting, and shall be posted on the church bulletin board. Notice of the Spring and Winter Congregational Meetings shall include the agenda and nominations for elective positions. Notice for special meetings shall state the business to be considered. Only business stated in the notice shall be considered at any meeting.

Section 6.4. Right to Vote. The right to vote at an annual or special meeting shall be extended only to persons who have been designated Members. Unless otherwise specified herein, all action at any meeting shall be by majority vote. Proxy votes shall not be accepted.

Section 6.5. Quorum. Unless otherwise specified herein, 20 per cent of the Members shall constitute a quorum for congregational meetings.

Section 6.6. Procedures. All congregational meetings shall be conducted in a timely and courteous manner, with open interaction among all interested parties. Sufficient time shall be provided for discussion. Upon the request of any Member, any vote shall be taken by secret ballot. Meetings shall be governed by the most recent edition of Roberts Rules of Order. At the conclusion of any vote, a representative of a losing side may have three minutes to speak to their position. Minutes shall be taken at all meetings.

ARTICLE 7. BOARD OF TRUSTEES

Section 7.1. Selection and Term. There shall be a Board of Trustees consisting of nine voting members. Qualifications are stated in Article 11.7. Each shall be elected for a term of three years. Trustees may be elected for two full three-year terms on the Board and then shall not be reelected until after the expiration of at least one year.

Section 7.2. Removal. A member of the Board may be removed from her/his position as a Board member by a majority vote of the church Members present at a congregational meeting with removal of that individual in the call for the meeting.

Section 7.3. Vacancies. The Board may elect any Member to fill a vacancy in its membership. Such member shall hold office until a replacement for the unexpired term is elected at the next Spring Congregational Meeting.

Section 7.4. Legal Authority. The Board shall be the legal representative of the Church.

Section 7.5. General Responsibilities. The general responsibilities of the Board, which shall not be delegated, are:

7.5.a. To provide leadership in advancing the mission (Article 3) of the Church.

7.5.b. To govern and lead the Church as the representative of the Congregation.

7.5.c. To set policies which establish goals with a long-range perspective for church organizational units, and to specify appropriate limits on attaining the goals. These policies shall provide guidelines that empower church organizational units to operate within the guidelines.

7.5.d. To monitor achievement of goals and conformity to limitations on means of attaining the goals, as established in Board policies.

7.5.e. To ensure that the Bylaws and all Board of Trustees policies are followed.

Section 7.6. Specific Responsibilities. The specific responsibilities of the Board, which shall not be delegated, are:

7.6.a. To ensure ongoing communication with the Congregation.

7.6.b. To direct an evaluation by the Congregation of the Board and the Minister in separate years, no less frequently than every three years. Results shall be shared with the Congregation.

7.6.c. To organize policies by category and number, and place them in a policy book available to all members of the Congregation.

7.6.d. To appoint the Coordinators and members of the Lincoln Unitarian Foundation as terms of office expire or an office is vacated.

7.6.e. To establish criteria for monitoring the performance of the Minister and the three Coordinators, and to make annual written evaluations, based on these criteria, of their performance.

7.6.f. To be the interpreter of the Bylaws, and to conduct a review of them at least every five years.

Section 7.7. Delegable Responsibilities. Responsibilities that may be delegated shall be delegated through the Minister and the three Coordinators.

Section 7.8. Financial Responsibilities. The Board shall see that a balanced budget is created for congregational approval, and that church expenditures are kept within the total budget as adjusted in light of actual income. The Board is authorized to approve emergency expenditures which cannot be made under existing policies or budgets.

Section 7.9. Church Records. The Board of Trustees shall see that all necessary records are kept. These include: 1) accurate minutes of all meetings of the Board, Congregation, and Council, 2) records of membership and voting eligibility of Members, and 3) a roster of pledging units and their pledges. Copies of all these records shall be kept in a secure place. Personal information about Members and Friends shall be treated as confidential.

Section 7.10. Meetings. The Board shall meet no less than ten times per year, and at such times as may be appropriate upon call of the President or any three members of the Board, provided that adequate notice shall be given to the members of the time and purpose of such special meetings. A majority of Trustees shall be required for any meeting. All actions by the Board shall be by majority vote of the members present. Any Member or Friend of the Church is entitled to attend any meeting as an observer. The first 30 minutes of any regular Board meeting shall be open for comments by church Members and Friends. Minutes of all meetings of the Board shall be compiled within 14 days and made available to the Congregation in a form that the Board shall prescribe. Executive sessions shall be limited to voting members of the Board, unless other persons are specifically invited. All final or formal actions shall be taken in open meetings.

Section 7.11. Attendance. A member of the Board who is absent from three meetings in succession, or four meetings in one year, shall be assumed to have resigned. Upon request of that person, s/he may be reinstated (once) by a majority vote of the Trustees.

ARTICLE 8. OFFICERS OF THE BOARD OF TRUSTEES

Section 8.1. Selection and Terms. A President and a Vice President shall be elected by written ballot by the Board of Trustees from among its membership at the March Board meeting. A Secretary shall be elected by written ballot by the Board of Trustees from among its membership at the June Board meeting. The terms of the officers of the Board shall be one year. The officers of the Board are also the officers of the Congregation.

Section 8.2 Duties of the Officers.

8.2.a. The President shall preside at all meetings of the Congregation and the Board. S/he shall sign all written contracts, deeds, conveyances, and mortgages made by the Church. S/he shall call special meetings of the Board when, in her/his opinion, it is necessary to do so. The President shall confer with all Board members to set the agenda of all meetings.

8.2.b. The Vice President shall perform the duties of the President and shall have the power of that office in the absence or incapacity of the President. The Vice President shall succeed the President, subject to a vote by the Board of Trustees. S/he shall accept additional tasks as assigned by the President.

8.2.c. The Secretary shall be responsible for seeing that 1) all church Members are notified of all congregational meetings and all matters to be acted upon at such meetings, 2) the Congregation is informed of the actions of the Board between congregational meetings, and 3) the Board of Trustees policy book (see Section 7.6.c.) is maintained. S/he shall be responsible to the Board for reporting inconsistencies of Board policies. S/he shall countersign all deeds, conveyances, and mortgages made by the Church.

Section 8.3. Vacancies. The Board of Trustees may elect one of its members to fill any vacancy among the officers, such member to hold office until the next election of officers.

Section 8.4. Removal. The Board of Trustees may remove an officer from her/his position as an officer of the Board. A majority vote of the remainder of the Board shall be required for removal.

ARTICLE 9. NOMINATIONS COMMITTEE

Section 9.1. Selection and Term. There shall be a Nominations Committee composed of five members. Each year at the Winter Congregational Meeting two members shall be elected, except that every third year one member shall be elected. The term of membership on the Nominations Committee is three years. No member of the Committee is eligible for re-election until at least one year after the end of a previous term. Vacancies in the Nominations Committee may be filled by the Board of Trustees, such appointment to last until the next Winter Congregational Meeting. The Nominations Committee shall elect one of its members to be Chair at its first meeting after the Winter Congregational Meeting.

Section 9.2. Calls and Recruitment. The Nominations Committee shall make an open and active call for candidates to run for election to the Board of Trustees and the Nominations Committee, and also for candidates for positions that are appointed by the Board of Trustees. Church Members may nominate themselves or any other Member with the Member's consent. The Nominations Committee shall make an effort to find more than one candidate for all elected or appointed positions.

Section 9.3. Duties. The Nominations Committee shall publish the names of the nominees for positions on the Board of Trustees and the Nominations Committee which are to be filled by election at the Congregational Meetings, in sufficient time to post the list of nominees on the church bulletin board and circulate it by mail to the membership not less than 14 days before the Meeting. The list of nominees shall be submitted to the membership together with the call to the Congregational Meeting. No nominations shall be made from the floor.

ARTICLE 10. MINISTER

Section 10.1. Selection of Minister. In the event of a vacancy in the position of Minister, the Board of Trustees shall present to the Congregation at a special congregational meeting held for that purpose, the candidate recommended by the Ministerial Search Committee (see Section 10.2). The quorum for this meeting shall be 40% of the membership. The Minister shall be called by an affirmative vote of 85% of the Members present at this meeting. Voting shall be by written ballot.

Section 10.2. Selection of Ministerial Search Committee. The Ministerial Search Committee shall consist of seven members, four of whom shall be elected by church Members at a congregational meeting, and three of whom shall be appointed by the Board of Trustees. All must be church Members. The Board shall request the Nominations Committee to issue a call for nominees to be voted on at an annual or special meeting. The call shall be in accordance with the procedure stated in Section 9.2. Church Members shall vote for four of the nominees. The four who receive the highest number of votes shall be elected. The Committee shall select one of its members to be Chair. In the event of a vacancy on the Committee, a member elected by church Members shall be replaced by the person who received the next highest number of votes. A member appointed by the Board of Trustees shall be replaced by another appointee of the Board.

Section 10.4. Rights and Responsibilities of Minister. The Minister shall:

10.4.a. Attend to the Congregation's spiritual interests and needs.

10.4.b. In cooperation with the lay leadership, be responsible for the conduct of worship and participate in the education and pastoral care programs.

10.4.c. Participate in the denomination and the community.

10.4.d. Have freedom of the pulpit as well as freedom to express her/his opinion outside the pulpit.

10.4.e. Be a non-voting member of the Board of Trustees.

10.4.f. Be responsible for the selection, termination, supervision, and annual written evaluations of all paid staff, with input from relevant sources.

10.4.g. Make recommendations annually to the Board of Trustees for the compensation of the paid staff.

10.4.h. Function within the Bylaws and Board of Trustees policies.

Section 10.5. Relationship of Ministers, Coordinators, and Board of Trustees. The Minister should discuss matters of common concern with the Coordinators, but each shall be independent and individually responsible to the Board of Trustees.

Section 10.6. Minister's Compensation. The Board of Trustees shall annually recommend the Minister's compensation in the budgeting process.

Section 10.7. Dismissal of Minister. Failure of the Minister to follow Board of

Trustees policies, loss of confidence by the Congregation, or unprofessional behavior shall be grounds for recommending the dismissal of the Minister. The Board of Trustees, or ten per cent of church Members by petition, shall call a congregational meeting for consideration of the dismissal of the Minister. The quorum for this meeting shall be 30% of the membership. An affirmative vote of the majority of the Members in attendance is required for removal.

Voting shall be by written ballot. In the case of removal of a minister, the minister shall receive at least three months' compensation, unless removal is for gross misconduct.

ARTICLE 11. CHURCH ORGANIZATION

Section 11.1. The Church Council. Each church committee (except those committees elected by the Congregation or appointed by the Trustees) shall designate one member to serve as its representative on the Church Council. The Church Council shall be headed by the Coordinators.

Section 11.2. Authority of the Church Council. The Council shall have the authority to create, dissolve, combine, and divide Committees under their jurisdiction. The Council is charged with making changes as needed. The Coordinators are voting members of the Council.

Section 11.3. Meetings of Council. The Council shall meet regularly. The first 30 minutes of each meeting shall be open for comments of church Members and Friends.

Section 11.4. Meetings of Council and Committees. All meetings of Council and Committees shall be open to church Members and Friends, as observers, except when an executive session is declared. All final and formal actions shall be taken at open meetings.

Section 11.5. Conformity of Policies and Empowerment of Lay Units. Any policy made by an organizational unit of the Church shall conform to the Bylaws and to the policies of all higher units. The order of units is: Congregation, Board of Trustees, Council, and Committees. The Board of Trustees shall be the arbiter in case of a dispute. All units are empowered to act without prior approval provided that their actions conform to relevant policies and to their budget.

Section 11.6. Qualifications of Lay Leaders. All lay leaders (Trustees, Coordinators and Committee Chairs) shall be Members of the Church (see Section 5.2.a.). All Trustees and Coordinators shall have been Members and actively involved in the Church for at least two years.

Section 11.7. Committee Chairs. It shall be the responsibility of the Coordinators to see that the Committees have Chairs. Chairs shall be nominated annually by committee members. However, in the absence of a nomination from the Committee, the Coordinators may nominate a Committee Chair. The Coordinators shall submit the name of any new Committee Chair to the Council for final approval. After three years in office, a Committee Chair shall not serve again for at least one year. A Committee Chair whose performance is inadequate may be removed by the Coordinators, with permission of the Council.

ARTICLE 12. COORDINATORS

Section 12.1. Selection of Coordinators. There shall be three Coordinators. The Coordinators shall be appointed by the Board of Trustees from nominations received from the Nominations Committee. They shall each serve a term of three years. After one term, Coordinators shall not serve in that position for a minimum of one year.

Section 12.2. Duties of Coordinators. The Coordinators shall call regular meetings of the Church Council. They shall provide interpretation of Board of Trustees policies and support and guidance to the Council members. The Coordinators and the Minister should discuss matters of common concern and work cooperatively; however, they are independent of one another and individually responsible to the Board of Trustees. They shall be non-voting members of the Board of Trustees.

Section 12.3. Removal of Coordinators. Failure of a Coordinator to follow Board of Trustees policies and loss of confidence in her/his leadership shall be grounds for the removal of a Coordinator from office. A majority vote of the Board of Trustees shall be required for removal.

ARTICLE 13. FISCAL MATTERS

Section 13.1. Fiscal Year. The fiscal year shall be the calendar year.

Section 13.2. Treasurer. The Board of Trustees shall appoint annually a qualified church Member, who is not a Board member, to serve as Treasurer. The Treasurer is the Treasurer of the Congregation. S/he shall account for all money of the Church entrusted to her/his care, and shall disburse the same in accordance with the annual budget and under the guidance and direction of the Board. S/he shall see that 1) a complete accounting of the financial records of the Church, which shall remain the property of the Church, and which shall be open for inspection by any Member, is maintained, and 2) monthly financial reports are submitted to the Board and an annual report to the Congregation.

Section 13.3. Authorization to Sign Checks. The Board of Trustees President, the Treasurer, and any Assistant Treasurers shall be authorized by the Board to sign checks. Any check over \$5,000 shall be signed by two of the above.

Section 13.4. Budget Limits. The staff and lay leadership are empowered to act within their budgets and the policies of the Board of Trustees without prior approval.

Section 13.5. Audits. An outside audit of all fiscal operations shall be conducted every third year, or when requested by the Board of Trustees. The Board shall appoint the auditor. In years when the outside audit is not conducted, there shall be an audit by church Members appointed by the Board. The Board shall review all audits.

Section 13.6. Bonding. The Treasurer, and any person rendering material and substantive assistance, shall be bonded as directed by the Board of Trustees in sufficient amount to cover all negotiable assets.

Section 13.7. Protection of Non-Profit Status. Neither the Board of Trustees nor any officer or employee of the Church shall take any action or allow any activity or use of church property which shall jeopardize the tax-exempt status of the Church or its property. Nothing in these Bylaws shall be construed to allow a violation of this section.

Section 13.8. Insurance. The buildings and contents owned by the Church shall be adequately insured and the Church shall carry liability and other forms of insurance in amounts and with such carriers as determined by policy of the Board of Trustees.

ARTICLE 14. LEGAL MATTERS

Section 14.1 Legal Counsel. There shall be a Legal Counsel appointed by the Board of Trustees. The Counsel may or may not be a Member of the Church. The Counsel shall respond to questions from the Board of Trustees regarding the legality of policies and/or actions.

Section 14.2. Indemnification. The Church shall indemnify all employees, elected and appointed representatives of the Church, and all members of the Board of Trustees against any liability asserted against such person and incurred in the course and scope of her/his duties or functions within the Church to the maximum extent allowable by law, provided the person acted in good faith and did not engage in an act or omission that was intentional, willfully or wantonly negligent, or done with conscious indifference or reckless disregard for the safety of others. The provisions of this article shall not be deemed exclusive of any other rights to which such person may be entitled under any Bylaw, agreement, insurance policy, vote of Members or otherwise.

Section 14.3. Dissolution. In the case of dissolution of the Church, all of its property, real and personal, after all just claims upon it are paid, shall be conveyed to and vested in the Unitarian Universalist Association and/or the Prairie Star District of the Unitarian Universalist Association as determined by the Board of Trustees. The Board of Trustees shall perform all actions necessary to effectuate such conveyance.

ARTICLE 15. AMENDMENTS

Amendments to these Bylaws shall be adopted by a two-thirds vote of the Members present at any annual or special meeting of the Church. A quorum of 20 per cent of the Members shall be required. Notice of this meeting together with the proposed amendments shall be sent to Members at least 14 days before the meeting.

These revised Bylaws were approved at the Congregational Meeting, May 3, 1998.
Amended May 5, 2002; February 4, 2007; May 4, 2008