

# THE FIRST UNITARIAN UNIVERSALIST CHURCH OF COLUMBUS

## CONSTITUTION

Adopted May, 1961; Amended April, 1974; April, 1978; April, 1982; May, 1984; September, 1989; November, 1990; February, 1996; January, 1997; March, 1999; June, 1999; January, 2000; June 2001, May, 2006.

### ARTICLE I - ESTABLISHMENT OF THE CHURCH

1. This church shall be known as the First Unitarian Universalist Church of Columbus.
2. This church shall be affiliated with the Unitarian Universalist Association.
3. The First Unitarian Universalist Church of Columbus shall be incorporated under the laws of the State of Ohio.
4. Should this church cease to function as a Unitarian Universalist church, all property held or controlled and all endowments owned or controlled shall be held for the use and benefit of the Unitarian Universalist Association and upon dissolution of this corporation, such property shall be given, assigned, transferred, conveyed and delivered to the Unitarian Universalist Association unless the members of this church at that time shall otherwise dispose of said property and endowments consistent with the purpose of this church.
5. This church shall encourage and support the Ohio-Meadville District of the Unitarian Universalist Association and other lay membership associations affiliated with the Unitarian Universalist Association.

### ARTICLE II - PURPOSE AND PRINCIPLES

1. The ultimate authority of this church shall reside in its membership, and may be directly exercised at such times as the membership deems appropriate.
2. The purpose of the church shall be to offer a strong, liberal religious presence in the Columbus area. In support thereof, the church shall foster inclusiveness and diversity in its membership and church culture and in the Central Ohio community.
3. In mutual trust and support, members of this church assert the following principles as bonds of unity in worship, study, and service:
  - A. The inherent worth and dignity of every person;
  - B. The right to individual freedom of belief;
  - C. Justice, equity, and compassion in human relations;

- D. Acceptance of one another and encouragement to spiritual growth;
  - E. A free and responsible search for truth and meaning;
  - F. The right of conscience and the use of the democratic process within the church, the denomination, and in society at large;
  - G. The goal of world community with peace, liberty, and justice for all;
  - H. Respect for the interdependent web of all existence.
4. The Board of Trustees shall be responsible for initiating a quadrennial review of the purpose, mission statement and goals of this church. The vote to retain or amend the purpose, principles and mission or goals shall be at a regularly called business meeting of the membership. The review process shall assure maximum, thorough participation of the membership. It shall be accomplished through various methods for encouraging discussion and input, including, but not limited to, surveys, group discussion and membership meetings, and informational sessions.

### **ARTICLE III - MEMBERSHIP**

1. Membership in the church requires a commitment. A decision to join is an expression of a commitment to the church, to its existing congregation of members, and to its future. This commitment is expressed by giving financial support, thought, enthusiasm, time, and energy to the programs and activities of the church. This commitment is also expressed by a willingness to conduct oneself with civility and to participate in mediation should conflict arise.
2. Any person sixteen (16) years of age, or older, who is prepared to make a commitment of time, energy and financial support to the church, may sign the membership book in the presence of a Minister of this church, the Director or Coordinator of Religious Education, a member of the Board of Trustees, or the chair of the Membership Committee. Persons from the age of fourteen (14) to sixteen (16) years, who have successfully completed a coming of age or other transition or preparatory program/curriculum approved by the Religious Growth and Education Committee, and are prepared to make the same commitment, may sign the membership book following the same procedures. Each new member shall be welcomed by the church at a regular worship service.
3. Associate members. Members, whose primary affiliation is with another Unitarian Universalist society, but who continue to support this church financially, shall be counted as associate members, not entitled to vote at membership meetings.
4. Members shall be entitled to participate and vote at business and special meetings, to chair standing and special committees of the church, and to enjoy other privileges.
5. All members shall be expected to contribute financially to the extent of their ability. For the guidance of members, the Board of Trustees shall establish and make known suggested levels of giving which it deems appropriate to:

- A. maintain a member on the rolls, send the newsletter, and pay the per-capita contribution to the Unitarian Universalist Association and the Ohio-Meadville District of the Unitarian Universalist Association;
- B. in addition to the above, provide funds for basic operational expenses for facilities, staffing and programming;
- C. support capital fund drives.

Members in situations of economic hardship may be excused from financial responsibilities to the church.

## 6. Discontinuing Membership

A. Members may resign their membership, in the following ways:

- 1. By written notice from the member to the church.
- 2. By verbal notice from the member to the church. If this occurs, a confirming written notice shall be sent to the member.

B. The Board of Trustees may discontinue the membership of an individual member, by following a process implemented by the Membership Committee to ensure that members are not discontinued unfairly. Discontinuation of membership shall be based on the following conditions:

- 1. The church is unable to maintain contact or the church is unable to find a current address for the member after repeated attempts to contact that individual by personal and written means.
- 2. The church is unable to identify a financial contribution to the church for one year by a member at or above the minimum established by the Board of Trustees. Members in economic hardship may be excused from financial responsibilities to the church.

## **ARTICLE IV - MEETINGS OF THE MEMBERSHIP AND/OR CONGREGATION**

1. There shall be two business meetings each fiscal year.

- A. The Annual Meeting shall be held between May 1 and June 15. The day and hour and agenda of each Annual Meeting shall be set by the Board of Trustees. The agenda shall include (but not be limited to): year-end reports, Nominating Committee report and elections, unfinished and new business, adoption of the annual budget. Items to be voted on shall so be designated.
- B. A mid-year business meeting shall be held before March 1 of each year. The day and hour and agenda shall be set by the Board of Trustees. This meeting shall include (but not be

limited to) a discussion of goals, program and budget issues. Items to be voted on shall so be designated.

2. There shall be one or more informational sessions each year. The day and hour shall be set by the Board of Trustees. A major purpose of these sessions shall be for the expression of general questions and concerns from the members.
3. Special meetings of the membership shall be held on the call of the majority of the Board of Trustees, or at the written request of a group equal to the quorum submitted to an officer of the Board of Trustees. The request shall include the reason for the meeting and the signatures of the number of supporting members equal to quorum. If the request is for a constitutional amendment, the request shall contain the specific text of the proposed amendment. Within five days of the receipt of the written request to call a special meeting, one representative each from the Board and one member of the requesting group (at the least) shall meet to determine the date, hour and place of the special meeting. The special meeting shall be held within forty-five (45) days of receipt of the request by the officer of the Board unless the purpose includes a constitutional amendment which would require the meeting to be held within sixty (60) days of receipt of the request.
4. Notice of each business or special meeting shall be given not less than two weeks in advance of such meeting, utilizing three methods: a) written notice (direct mail or the newsletter), and b) Sunday service announcement(s), and c) posting on the church bulletin Board and web site. All notices of special meetings shall be prepared by either: a) the Board of Trustees (if called by the Board) or b) one person designated by the Board of Trustees, and one from the requesting group calling the special meeting. Such notice shall include the date, hour, and place of meeting and the agenda and shall state the business for which the meeting is called. Only such business shall be considered at the special meeting. The notice shall specify whether a vote will be taken
5. Fifteen percent (15%) of the official membership last reported to the UUA, present at the time and place specified in any meeting call shall constitute a quorum.
6. Resolutions that commit the church to a position on a matter of social concern must be approved at a properly called meeting of the membership.
  - A. Such resolutions may be initiated and brought to the membership for a vote in one of four ways:
    1. By action of the social concerns committee, following procedures specified in the standing rules;
    2. By a resolution of the Board of Trustees, following a favorable vote of two-thirds of its members;
    3. By a group equal to the quorum, submitted in writing to the Board of Trustees, as prescribed in Article IV, 5. above;

4. By a vote of two-thirds of members present and voting at a properly called meeting of the-membership;
- B. The consideration of a resolution initiated according to A. 1., 2., or 3. immediately above shall follow the notification procedures in Article IV, 4. The voting requirements to approve such a resolution are specified in the church standing rules.

## **ARTICLE V - MEMBER ELECTED LEADERSHIP**

### **1. BOARD OF TRUSTEES**

- A. The government of this church, including the conduct and control of its corporate powers, business and property, shall be vested in a Board of Trustees consisting of twelve elected members, four of whom shall be chosen by the members of the church at each Annual Meeting to serve for three years each. Trustees shall be elected at large and not for particular positions. Trustees shall take office on the first day of July. No Trustee who has served a full three-year term shall be eligible for reelection until one year after that term of office has expired.
- B. In addition to the twelve members specified in section 1. A. above, the youth of the church (14 to 19 years of age) shall select a youth to serve as a representative to the Board of Trustees. The youth representative shall serve a one-year term, beginning July 1 and running through June 30 of the following year. The youth representative shall participate in discussions and express opinions, but not have a formal vote. The youth representative shall be selected in a manner specified in the church standing rules.
- C. The office of Trustee shall be declared vacant by a majority of the Board of Trustees if any Trustee ceases to be a member of this church, submits a resignation as Trustee in writing, or is absent without due cause and notice from meetings of the Board of Trustees for three consecutive meetings. Vacancies in the office of Trustee shall be filled by the affirmative vote of a majority of the Board of Trustees present at a meeting, such appointee to serve until the next Annual Meeting of members at which time an election shall be held to fill the unexpired term, if any.
- D. The Board of Trustees may adopt, for its government, standing rules not inconsistent with this Constitution. Notice of the proposed adoption of any standing rules shall be given the congregation through the church newsletter not less than ten days prior to the meeting of the Board of Trustees at which such action is proposed. Any amendments to the Standing Rules which have been adopted by the Board of Trustees shall be printed in full in the church newsletter. The Secretary of the Board of Trustees shall assure that an updated copy of the Constitution and Standing Rules are posted on the church bulletin Board at all times.
- E. The Board of Trustees shall provide for the appointment of such committees as it deems necessary for effective operation of this church.
- F. The Board of Trustees shall meet monthly, not less than nine times a year. All meetings of the Board of Trustees shall be open to each member of this church. Any member having

business to be considered by the Board of Trustees shall notify the Chair, at least one day in advance of a regular meeting of the Board of Trustees. It shall be left to the Chair to decide whether the matter shall be considered at the forthcoming meeting, or at the one immediately following.

- G. The Executive Committee of the Board of Trustees shall consist of the chair, vice-chair, secretary, and other trustee(s) designated by the chair. Unless otherwise authorized by the Board, the authority of the executive committee shall be limited to matters that must be dealt with before the next scheduled meeting of the Board.
- H. The Board of Trustees shall manage the finances of the church within the framework of the annually approved operating budget. The Board may adjust the budget, maintaining a budget balanced between income and expenses, if the need to do so becomes apparent from actual income and expense experience. The minutes of the Board meeting shall fully disclose the need for, and the circumstances of, such adjustment. The Board shall notify the congregation of any anticipated annual operating deficit greater than three percent of the annual operating budget as soon as such projections are available.
- I. The Board of Trustees shall not purchase, sell, lease, convey, mortgage or otherwise dispose of real property, nor shall it incur any external indebtedness which would have the effect of increasing the total indebtedness of the church, other than mortgage indebtedness, to an amount in excess of three percent of the annual operating budget without previously securing the approval of the members at a business meeting or at a special meeting of the membership called for such purpose.
- J. Any action taken by the Board of Trustees may be reversed by a vote of a majority of the members of this church present and voting at any properly called meeting, called within 30 days after the receipt by the membership of the effective notification of the related action so taken. If the members so reverse an action of the Board of Trustees, such action shall be null and void.

## 2. MODERATOR

The Moderator shall be elected by the members of the church at the Annual Meeting, and shall take office at the beginning of the new fiscal year. The sole duty of the Moderator shall be to preside over the business meetings and any special meetings of the church.

## 3. NOMINATING COMMITTEE

The Nominating Committee shall be composed of eight elected members and the Immediate Past Chair of the Board of Trustees. Allowing for staggered terms, four of the members shall be elected by members of the church at each Annual Meeting. No member of the Nominating Committee who has served a full two-year term shall be eligible for reelection until one year after that term of office has expired. Vacancies in the Nominating Committee shall be filled by majority vote of the Board of Trustees until the next Annual Meeting of the membership, at which time election shall be held to fill the unexpired term, if any.

#### 4. THE SEARCH COMMITTEE FOR A SETTLED MINISTER

- A. The search committee for a settled minister shall select a candidate as a settled minister of the church. The membership shall then vote whether to call this candidate in accordance with Article VIII, Section I.
- B. The search committee shall have seven members, of which five shall be elected by church members and two appointed by the Board following the election. The committee shall function according to the procedures established by the office of ministerial settlement of the Unitarian Universalist Association. The search committee shall not engage in significant alterations of this process without prior notification of, and consultation with, the Board of Trustees.

#### 5. THE COMMITTEE ON CHURCH MINISTRY (COCM)

The Committee on Church Ministry is responsible for fostering mutual accountability among called clergy, lay leadership, and the congregation for the advancement of the mission adopted by the membership. The COCM shall review, on a regular and continuing basis, the effectiveness of the church's ministry, recognizing that the called clergy have significant, but not exclusive, responsibility for the church's ministry.

- A. Each year the COCM shall review some, but not all, areas of church ministry, so that a rotation or cycle of the areas to be reviewed is established.
- B. The COCM shall coordinate an annual review of the called ministers of the church.
- C. The results of the reviews shall be first communicated to the Board and ministers, and then the congregation, in a manner consistent with the objective of the advancement of the mission of the church.
- D. After the election of three COCM members at the 1999 Annual Meeting, the Board shall appoint three additional members of the COCM. Members shall serve 3-year terms, except that during the first 2 years of the COCM, some members shall serve one or two-year terms, until staggered 3-years terms are in place.

#### **ARTICLE VI - OFFICERS**

- 1. The officers of the church shall consist of a Chair, a Vice-Chair, and a Secretary of the Board of Trustees, a Treasurer, an Assistant Treasurer, and a Moderator.
- 2. The incumbent Chair of the Board of Trustees shall convene the incoming Board following the elections at the annual meeting for the purpose of electing a Chair, a Vice-Chair, and a Secretary of the Board, a Treasurer, and an Assistant Treasurer. The new Board shall elect the new officers. The Chair, Vice-Chair, and Secretary shall be elected from among the Trustees. The Treasurer and Assistant Treasurer need not be elected Trustees, but if not elected Trustees, shall be ex-officio, non-voting members of the Board of Trustees. The officers so elected shall assume their respective duties at the beginning of the new fiscal year, on July 1.

3. At a Sunday worship service in July, August or September, the congregation shall install the Board elected officers.
4. For good cause, shown and articulated in the minutes of the Board of Trustees meeting, the Board may elect more than one individual to serve in any one of the positions identified in Article VI, Section 1 and 2 above.
5. The person who has completed service as Chair of the Board of Trustees shall hold the title of Past Chair of the Board of Trustees for one fiscal year. In the event that the service as Past Chair does not coincide with elective service on the Board, the Past Chair shall serve as an ex-officio, NON-VOTING member of the Board.
6. The duties of the officers, except those of the Moderator, shall be established by the Board of Trustees.
7. With the exception of the treasurer and the assistant treasurer, the board officers and Moderator shall be elected to no more than two consecutive one-year terms. All vacancies in office shall be filled by a majority vote of the Board of Trustees. When a vacancy is filled, a period of six months or more is considered to be one term.

## **ARTICLE VII - THE NOMINATING COMMITTEE AND ELECTIONS**

1. No later than August 1<sup>st</sup> following the adoption of this article the Chair of the Board of Trustees shall appoint one of the second year committee members to be the Chair of the Nominating Committee. No later than December 1<sup>st</sup> the Chair of the Board of Trustees shall appoint one of the newly elected committee members to be the Vice Chair. Each year thereafter, the Vice Chair shall progress to the position of Chair. The Chair shall convene the committee in a timely fashion and conduct the business of the committee with the assistance of the Vice Chair.
2. The Nominating Committee will help identify throughout the year interested candidates for leadership and service roles throughout the church.
3. The duties of the Nominating Committee shall be review the qualifications of members of the church and to nominate two members for each open position on the Nominating Committee and at least one member, but attempt to provide choices, for all other open positions:
  - A. on the Board of Trustees,
  - B. of Moderator,
  - C. on the Committee on Church Ministry, provided that each nominee is a member who has held leadership position(s) at one or more Unitarian Universalist churches,
  - D. on the Search Committee for a settled minister (as needed).

4. The Nominating Committee's work will be guided by the principle of seeking out and nominating candidates who reflect the church's commitment to inclusiveness and diversity.
5. The report of nominations by the Nominating Committee shall be published in two successive issues of the church newsletter providing one such newsletter is mailed at least two weeks prior to the meeting at which the election is to be held.
6. Nominations for positions to be filled by election at any properly called meeting, in addition to those of the Nominating Committee, may be made by petition in writing signed by ten (10) or more members of the church. The petition and written consent of the nominee must be submitted to the Secretary of the Board of Trustees at least three days in advance of the meeting at which the election is to be held.
7. All elections shall be by secret written ballot except in those cases where there are no opposing candidates. For the benefit of homebound members or those with other special circumstances, an absentee voting procedure may be developed for elections.

#### **ARTICLE VIII - THE MINISTER(S)**

1. The membership shall call all settled ministers for the church. The minister(s) shall be called by a two-thirds vote of the church members present and voting at a meeting of the membership, called for that purpose, and shall continue to serve during mutual satisfaction. For the benefit of homebound members or those with special circumstances, an absentee voting procedure may be developed for calling a minister.
2. A minister may resign by giving three months notice in writing to the Board of Trustees. The Board shall provide written notice to the membership, followed by an informational session of the congregation within thirty (30) days of receipt of the resignation.
3. A minister may be dismissed only by the membership of the church. A two-thirds vote of the members of the church present and voting at a meeting called for that purpose shall be required and three months notice of dismissal be given the minister.
4. Ministers shall have freedom of the pulpit and shall work cooperatively with the Board of Trustees in promoting the purpose and principles of the church. The minister(s) shall be ex-officio non-voting member(s) of the Board of Trustees and all committees of the Church, except the Nominating Committee and the Committee on Church Ministry.
5. Ministers shall be responsible for the following functions, and in consultation with the Board of Trustees, they shall determine their several roles: worship; religious growth and education; pastoral care; social concerns; administration, including supervision of paid staff. In a collegial relationship, the ministers shall clearly delineate and communicate responsibility, accountability, and channels of communication before assuming their respective responsibilities.

6. The decision to seek an interim minister to serve during the time when the church is searching for a new settled minister shall be made by a majority of the membership present and voting at a business meeting or at a special meeting called for that purpose. Following a positive vote, the Board of Trustees shall be empowered to appoint a search committee for an interim minister, which shall include representation from the membership at large, in addition to representatives from the Board of Trustees. The interim search committee shall function according to the procedures established by the Unitarian Universalist Association Office of Ministerial Settlement (or its equivalent) or by other means deemed appropriate by the Board of Trustees.

#### **ARTICLE IX - COUNCIL(S), COMMITTEES, APPOINTMENTS**

- 1) The Board of Trustees shall establish the organizational structure and delegate responsibility and authority to carry out the activities of the Church for which the Board is responsible. Lines of responsibility for Board committees and Church supported organizations shall be determined by the Board. All Church positions and responsibilities are defined in the Standing Rules.
- 2) A Church Council(s) structure to include Chairs (or their representatives) of all standing and special committees shall be established by the Board. The major purpose of the Council(s) is to coordinate programming for First Church as outlined in the Standing Rules. The Coordinator of the Council(s) and/or designee, will report regularly to the Board.
- 3) The Chairs of all Committees (with the exception of the Committee on Church Ministry, Nominating, Search and other membership created committees) as well as individual positions, shall be appointed by the Board of Trustees after recommendation from the Council(s). Information on composition, appointment, and duties are set forth in the Standing Rules and Standard Operating Procedures.

#### **ARTICLE X - PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order, newly revised, shall govern the First Unitarian Universalist Church of Columbus in all cases to which they are applicable and not inconsistent with this constitution, the standing rules, and any special rules of order adopted.

#### **ARTICLE XI - RULES OF ORDER, STANDING RULES, CHURCH POLICIES, STANDARD OPERATING PROCEDURES**

Additional documents will clarify church administration, special parliamentary rules, operating procedures and policies. Such documents should be reviewed as noted within each. Items within these documents can be adopted, amended, rescinded or suspended by a majority vote at any meeting of the group responsible for that document.

#### **ARTICLE XII - AMENDMENTS**

1. Amendments to this Constitution may be proposed by the Board of Trustees or by written petition signed by a group equal to the quorum who are members of the church.

2. Amendments shall be adopted by a two-thirds vote of members of the church present and voting at a business meeting or special meeting called for that purpose. Written notice of the text of such proposed amendments, by means of the church newsletter or otherwise, shall be given to each member of the church at least 30 days prior to the meeting.

Typed by: G Carr 1984, J Miller 1988, J Kleen 1990, J Barker 1991, D Shkolnik 1996, 1997, 1999, P Hook 2004, M Garcia/E Catus 2005, M Garcia 2006