

All Souls Church By-Laws

ARTICLE I NAME

The name of this Church is “All Souls Church Unitarian Universalist of Greenfield” and was formerly known as The Third Congregational Society of Greenfield.

ARTICLE II PURPOSE

We, the Members of All Souls Church, Unitarian Universalist, Greenfield, covenant to unite as a community committed to the principles of the UUA, and to support each other as we translate our beliefs into actions in our daily lives.

We define as our mission:

- To welcome and reach out to all who seek fellowship in our liberal religious tradition;
- To nurture the spiritual well-being of our children and ourselves;
- To seek to transcend spiritual and/or theological differences with the intent to nourish and enrich each other in a common spiritual quest;
- And to provide information and opportunities for members of All Souls and others to act upon issues of injustice and inequity.

ARTICLE III AFFILIATION

This Church shall be a member of the Unitarian Universalist Association of Congregations (UUA) and of the UUA District in which it is located. It is the intention of this Church to give fair financial support to both the UUA and the UUA District.

ARTICLE IV MEMBERSHIP

Section 1: Becoming a Member

Any person 16 years of age or older may become a Member of the Church by signing the Church’s Membership Book, signifying that they understand and are in sympathy with the purposes and programs of the Church and its By-Laws.

Section 2: Active Members

Active Members shall be those Members who have contributed financially or in service to the Church within the last 12 months. Voting in meetings of the Congregation shall be limited to Active Members.

Section 3: Inactive Members

Inactive Members are those who, in the past twelve months have not contributed to the Church financially or in service. They may not be counted by the Clerk in reporting statistics to the Congregation or the Unitarian Universalist Association of Congregations.

Section 4: Withdrawal from Membership

Members may resign their membership by request to an Officer of the Church, the Minister or a Canvas Committee member. Such notices shall be communicated to the Clerk who will confirm with the Member their decision to resign.

Section 5: Reinstatement

An Inactive, Resigned or removed Member may be reinstated as an Active Member by declaring to an Officer of the Church, the Minister or a Canvas Committee member that they understand and are in sympathy with the purposes and programs of the Church and its By-Laws and are resuming financial or in service contributions to the Church.

ARTICLE V MEETINGS

Section 1: Annual Meetings

The Annual Meeting of the Church shall be held each year during the month of June at such time and place as the Board shall designate to hear and act on reports of the Board, committees and staff; to elect new officers of the Church and elected committees; and to adopt an annual budget. Church members may Vote on warranted items in person, via digital meeting or telephone. Active members attending in person or digitally will be included in the Quorum.

Section 2: Special Meetings

Special Meetings may be called by the Board at any time. Special meetings may also be called by the Board within 30 days upon receipt of a written request for such a meeting signed by 10 Active Members of the Church.

Section 3: Calling Meetings

Notice of all meetings shall be posted on the doors of the Church and shall be sent to all Active Members, by appropriate means 10 days prior to the meetings.

Section 4: Business at Meetings

The business to be transacted at any meeting shall be specified in the notice for that meeting.

Section 5: Quorum

Twenty-five percent (25%) of the Active Members shall constitute a Quorum. All decisions at Church meetings shall be made by a simple majority of those Active Members present, provided there is a Quorum present. A two-thirds (2/3) vote of those Active Members present, provided there is a Quorum present, shall be required to

override previous action; to remove an officer or member of the Board from office; to amend, repeal, or remove the By-laws; or to buy or sell property.

Section 6: Fiscal Year

The Fiscal Year of the Church shall be from July 1st of a given calendar year through June 30th of the next calendar year.

ARTICLE VI
ADMINISTRATION

Section 1: Organization

The Church shall be governed by its Members. The Church shall be administered by a Board of Trustees (Board), which shall consist of 7 Trustees, the Clerk, and the Treasurer, all of whom are voting members of the Board. The Trustees, Clerk and the Treasurer shall be elected at the Annual Meeting for a term of 3 years each in a rotating three year cycle.

The Board and all elected officials shall take office at the close of the Annual Meeting. The Clerk shall convene the next regularly scheduled meeting of the Board, and at that meeting, the Board shall elect the Chair and Vice Chair of the Board from among its members. The Chair shall serve for one year as Chair. They shall be a non-voting ex-officio member of all Committees.

All Members of the Board must be Active Members of the Church.

The Board shall hold monthly meetings, which shall be open to the Church Members. Special meetings of the Board may be called by the Chair or by 3 members of the Board upon 3 days' notice to each member of the Board.

A majority of the Board shall constitute a Quorum.

Section 2: Terms of Office

All Trustees of the Board, the Clerk, and the Treasurer shall serve in their particular elected position for a maximum of two consecutive three year terms.

Section 3: Duties

A. The Board

Between duly called meetings of the membership of the church and subject to the instructions of the church, the Board shall set policy; oversee the programs that promote the purposes and goals of the church; enlist the cooperation and assistance of all members in the church programs and activities; oversee all properties of the church; oversee the church's business affairs; and annually review membership (see Article IV, section 3 above).

Except for the Chair, the Clerk and the Treasurer, each member of the Board shall be appointed as a liaison ex-officio voting member on one or several Standing Committees. They shall act as convener of their committee(s) until chairs of such committees are appointed. They shall bring reports from their committees to the Board at its monthly meetings.

If there is a vacancy in any elective office, the Board shall appoint a replacement to serve until the next Annual Meeting, at which time such a replacement may be elected to fulfill the unexpired term. At the expiration of that term, that person may be elected to a full 3-year term.

No contract involving any expenditure of money exceeding 2.5% of the Annual Budget, not already allocated in the budget, shall be made without a vote of the congregation.

No Standing Committee officer or member of the Board shall speak for or involve the church in any way or incur debts unless given the authority to do so by the congregation.

B. The Clerk

The Clerk shall keep a record of all legal meetings of the church and the minutes of the Board; ensure a correct roll of the members; be responsible for all official records and documents of this church; and shall ensure that official announcements are sent to the members and notices of official meetings are posted.

C. The Treasurer

The Treasurer shall be bonded and collect and receive all moneys for the church; keep an account of all receipts and expenditures; pay authorized salaries and bills; submit a financial report at meetings of the Board, the Annual Meeting and such special meetings as may be appropriate; and assist the Finance Committee to compile and present a proposed budget for the forthcoming fiscal year to the Board to be reviewed by them before its presentation to the Annual Meeting. The Treasurer shall have authority to borrow money on the credit of the church when so directed by a legal vote of the Board or the church. The Treasurer shall be an ex-officio voting member of the Finance Committee. The Treasurer's books shall remain the property of the church and shall be open for inspection at any time by a member of the Board. At least every three years and/or when there is a change of Treasurers, the books of the Treasurer shall be audited in accordance with generally accepted auditing standards by an auditing committee appointed by the Board.

D. The Assistant Treasurer

The Assistant Treasurer shall be elected at the Annual Meeting for a term of 3 years. The Assistant Treasurer shall be bonded and shall serve in the absence or incapacity of the Treasurer and assist the Treasurer as the Board shall direct. In the absence of the Treasurer and while acting as the Treasurer, the Assistant Treasurer is empowered to vote on the business of the Board.

E. The Moderator

The Moderator shall preside at all official meetings of the Church. The Moderator shall be elected each year at the Annual Meeting for a term of 1 year.

F. Executive Committee

There shall be a standing Executive Committee consisting of the Chair of the Board, the Treasurer, the Clerk and such other members of the Board as are appointed from time to time by the Board. The Chair of Board shall serve as Chair of the Committee. During the intervals between meetings of the Board, the Executive Committee shall possess and may exercise all the powers of the Board in the management and direction of the affairs of All Souls in all emergency matters that cannot be deferred until the next Board meeting. All actions by the Executive Committee shall be reported to the Board at its next regularly scheduled meeting. If there appears to be no need for action the Executive Committee shall defer any action to the next regularly scheduled meeting of the full Board. Regular minutes of the proceedings of the Executive Committee shall be kept by the Clerk. A majority of the Members of the Executive Committee shall constitute a Quorum and in every case the affirmative vote of a majority of the entire Committee, in person or by proxy, shall be necessary for the passage of any resolution.

ARTICLE VII MINISTER

Section 1: Selection and Dismissal

Whenever a vacancy is expected or shall exist in the ministry of the Church, the Board shall provide a slate of nominees to be elected by the congregation to be the Ministerial Search Committee ("MSC"). The MSC shall be representative of the membership and, in consultation with the Department of Ministry (or its successor) of the UUA, shall nominate and present to the church a suitable candidate for the position, whether settled or contract.

The Minister of this Church shall be appointed or dismissed by the Active Members at a properly called regular or special meeting called for that purpose. A Quorum for this purpose shall be 40% of the active members. An affirmative vote of 90% of the Active Members present shall be necessary for their appointment. A vote of the majority of the Active Members present shall be necessary for their dismissal.

In the event of the Minister's dismissal, their salary and allowances shall be continued for at least 3 months after the date of dismissal. Should the Minister offer their resignation, 3 months notice must be given at the time the resignation is made; the Board may allow an interval of less time.

No person shall be settled as Minister of this Church who is not in fellowship with the UUA.

When there is no settled or contracted minister, the Board may appoint an interim acting minister who will have the rights and responsibilities of a settled or contract minister.

Section 2: Settlement and Duties

The Minister shall be responsible for the conduct of worship within the Church and the Church's spiritual interest and affairs.

In settling a called minister, a "Ministry Agreement" shall be drawn up detailing the agreement between the Minister and the Church. Subject to review and amendment, this Agreement will serve indefinitely and be approved by the Annual Meeting within 2 years of the Minister being called.

The Ministry Agreement shall include but not be limited to sections on expectations and duties of the Minister and the Church in relation to each other, the Minister's compensation and benefits, specifics regarding terminating, reviewing, and amending the Agreement. A written, task-oriented job description will also be attached. As the Minister's supervising body, the Board shall review and evaluate the Minister annually, in consultation with the Committee on Ministry, if appropriate.

Section 3: Conduct

The Minister shall have freedom of the pulpit as well as freedom to express her/his opinion outside the pulpit. They shall be a non-voting ex-officio member of the Board and of all Standing Committees. It shall be the duty of the Minister to bring to the attention of the Board any matters that seem to them proper; however, the final decision in matters of policy and procedure shall remain with the Board or with a legal meeting of the church.

ARTICLE VIII COMMITTEES

Section 1: Standing Committees

At the beginning of the church year, the Board shall appoint the members of the Standing Committees (with the exception of the Canvass Committee, which shall be appointed by the sixth month of the church year). Each Standing Committee shall appoint its own chair.

The Standing Committees shall perform their respective functions in support of the general church program, submit a committee budget to the Board, and submit a written report at the Annual Meeting. An oral report may be requested. Each committee shall, in consultation with the agreement of the Board, develop written guidelines for that committee which shall be reviewed and rewritten at least every three years to reflect changes in goals and purposed of All Souls Church.

Terms of office of committee members shall be for one year.

Members of the Standing Committees do not have to be members of the Church but must maintain a commitment to the Church for the church year to their committee service.

The Standing Committees shall be the following:

1. Religious Education Committee shall be responsible for planning and supervising the programs of religious education for the church school, the youth group, adults, and teachers.
2. Finance Committee shall be responsible for compiling and presenting to the Annual Meeting an annual proposed budget to cover the anticipated programs and the income for the forthcoming year; this proposed budget shall be reviewed by the Board prior to its presentation to the Annual Meeting. There shall be mutual cooperation between the Finance Committee and all officers and all other committees of the church, especially with the Treasurer, Investment Committee, and the Property Committee. The Finance Committee shall, each quarter, monitor the expenditures as submitted in the financial report. There shall be a member of the Finance Committee on the Ways & Means Committee.
3. Membership Committee shall be responsible for the continuous program designed to recruit new members for all phases of the church program. This committee shall also be responsible for promoting and publicizing the work of the church through appropriate media.
4. Property Committee shall be responsible for the care of the church property and the general supervision of all grounds, buildings, and equipment. This committee shall ensure that the building, grounds and equipment are available for church and community use in accordance with Board policy and make recommendations to the Board about insurance protection for the church. The committee will oversee the day-to-day work of any employees or independent contractors who are hired to maintain the facility.
5. Music Committee shall be responsible for the presentation of music at regular services and appropriate special occasions.
6. Planning Committee shall be responsible for assuring that the church continues to look forward in its planning and to improve its effectiveness. This shall be done by working with all Standing and Elected Committees. It shall include at least one representative of the Board as a working member and enough members to assist committees in the planning process; the Minister and Board Chair are members ex-officio. Planning Committee members will assist all committees with the process of planning and writing new goals and objectives. However, the content of the plans and their review, evaluation, revision, and implementation shall be both the privilege and responsibility of each individual

committee. Each committee shall include a progress report in its annual report to the congregation.

No less than every 5 years, the entire congregation shall be involved in the planning process either by workshop or survey. The method shall be agreed upon by the Board and implemented by the Planning Committee.

The Planning Committee shall submit to the congregation at its Annual Meeting written goals and objectives for the coming year formulated by the individual committees and approved by the Board of Trustees.

7. Except for the calling of the minister (see Article VII, Section 1), the Personnel Committee shall make a recommendation to the Board for the hiring of Staff for the operation of the church and its programs. These staff members may include but shall not be limited to the Administrative Assistant, and the Director of Religious Education. The committee will oversee professional relations among staff, between staff and congregation, and between Board and staff. It shall endorse professional development by encouraging educational opportunities, job training, and orientation sessions.

The committee shall, at least annually, review the work of all staff members and recommend modifications of the work agreement to the Board.

8. Canvass Committee. By the sixth month of the church year, the Board shall appoint members of the Canvass Committee. The Canvass Committee shall be responsible for soliciting contributions to the Church from active members and friends.

The Board may appoint and define such other committees as may be deemed necessary for the general church program and care of the Church. These committees might include, but shall not be limited to, the following: Social Programs, Worship, Denominational Affairs, Flowers, Ushers, Hospitality, Lay Leadership, Social Action, Fund Raising etc.

2: Elected Committees

1. Nominating Committee shall consist of 3 members elected at the Annual Meeting. Members shall serve staggered terms, each for a term of 3 years. Members shall not also be members of the Board.

The committee shall appoint a chair from among its members.

The Nominating Committee shall present to each Annual Meeting nominees for the following elective offices as needed: 1 Moderator (for a term of 1 year), 1 Treasurer (3 years), 1 Assistant Treasurer (3 years), 1 Clerk (3 years), either 2 or 3 Trustees for the Board of Trustees (3 years) – so as coincide with Article VI – Administration , Section 1, 1 Trustee for the Investment Committee (3 years), 1 Trustee for the All Souls Charity Fund (4 years), 1

member of the Nominating Committee (3 years), and nominees to fill any vacancies that have developed in the preceding church year. Nominations may also be made from the floor.

At the time of nomination, whether by the Nomination Committee or from the floor, the nominee shall have consented to have their name placed in nomination for the office stated.

The slate of candidates to be presented by the Nominating Committee shall be posted and sent with the call to the Annual Meeting.

2. Investment Committee shall consist of three members who shall be elected at the Annual Meeting, one each year for a term of 3 years each.

The Investment Committee shall hold all trust funds acquired by the church and such other funds as may be turned over to the committee by vote of the Board of the church.

The committee shall make such changes in the investments and securities as seem wise to its members, and shall have the power to make assignments and transfers without specific vote of the church. The Committee shall pay over to the Treasurer the income as received and shall present a written and oral report to the church at the Annual Meeting and a written report to the Board of Trustees every quarter, including the amount of money earned during that quarter and the source of that income.

The committee shall appoint a chair from among its members. The chair shall serve as one year as Chair.

3. All Souls Charity Fund shall be directed by 4 trustees who shall be elected at the Annual Meeting, one elected each year for a term of 4 years each.

The trustees of the fund shall dispense the income of the Charity Fund as instructed in the terms of the fund.

The trustees of the fund shall present an oral report at the Annual Meeting of the church.

The trustees of the fund shall appoint for a term of 1 year each its chair and its Treasurer from among its members. One person may serve both offices.

Section 3: Other Committees

At the request of the Board or the Minister, the Board may create a Committee on the Ministry, which shall be constituted as follows:

1. Committee on the Ministry shall consist of 5 members, 2 of whom shall be appointed by the Minister, 2 of whom shall be appointed by the Board, and 1 of whom shall be appointed by agreement between the Minister and the Board.

One each of the Minister-appointed and the Board-appointed members shall be appointed each year for a term of two years each. The one member appointed by agreement for a term of three years.

The Committee on the Ministry shall appoint its own Chair.

The Committee shall be established at the beginning of the church year and shall meet monthly to strengthen the quality of the ministry in the church, serve as a support group for the Minister, and act as a communication channel among the congregation, the Minister, and/or the Board. Additionally, the committee shall work with the Minister in their continuing education, review the ministerial agreement periodically as specified in the agreement, make annual modification recommendations to the Board for the following year, provide input to the Board on the Minister's annual evaluation and serve as the nucleus of the Ministerial Search Committee when such a committee is required.

The committee shall report to the Board and to the Minister with full respect for confidentiality.

ARTICLE IX

DISSOLUTION

Should this Church cease to function and the membership vote to disband, any assets of the Church will be transferred to the UUA for its general purposes, this transfer to be made in full compliance with whatever laws are applicable.

ARTICLE X

AMENDMENTS

These By-laws may be amended, repealed, replaced, or removed at any properly called business meeting of the Church, with a two-thirds (2/3) of the Active Members present, provided that there is a Quorum). Notice and content of any proposed change(s) shall be contained in the call of the meeting sent to the Members 10 days before the meeting.

Adopted:1983, June 14th

Amended:1988, January 17th; 1988, May 31st; 1989, April 30th; 1989, September; 1992, June; 1993, June; 1996, June ; 1997, June 23rd & July 28th ; 2002, June 24th; 2006, November; 2017, June; 2021, June 6th