

Orange Coast Unitarian Universalist Church Bylaws

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Definitions

Affiliated Organization	Interest group recognized by the Board whose finances are controlled by the Church
Annual Meeting	A membership meeting as defined in Article IV, Section 1
Board	Alternate term for the Board of Trustees
Board Members	All persons serving as Officer or Trustee excluding the Bursar
Board of Trustees	The elected governing body of the Church including Officers and Trustees
Budget	A financial plan for the daily operations or special projects of the Church as adopted at a Membership Meeting
Bursar	The Officer responsible for accepting and recording the receipts of money paid to the Church
Bylaws	The governing document of the Church
Church	Orange Coast Unitarian Universalist Church
Coming of Age	A program offered periodically to youth to help them clarify their religious beliefs and be recognized by the Congregation as fully participating members
Committee of Nominators	The committee elected primarily to recommend candidates for elected office
Committee of Stewards	The committee elected to manage the Fund
Committee	One or more Congregants working together in the administration of the Church
Committees of the Board	Standing and Special Committees
Committees of the Congregation	Any Committee elected by the Congregation. Currently they consist of the Committee of Nominators, Committee of Stewards and any Ministerial Search Committee
Congregant	A person meeting the definition of Article III
Congregation	All persons in the Church community as defined in Article III.
Councils	Specialized groupings of Officers and chairs of Groups who meet and facilitate Church business
Director of Religious Education	A member of the professional staff primarily responsible for the smooth functioning of the Religious Education ministry
Fiscal Year	The period from July 1st of one year to June 30th of the following year
Friend	A person who is not a Member as further defined in Article

	III Section 4
Fund	The Endowment funds of the Church as organized by the terms of the donation
Group	Committees, Church Affiliated Organizations and Recognized Organizations
Introduction to UU	A course offered periodically to explain Unitarian Universalism
Member	A person meeting the criteria defined in Article III Section 1
Membership	All persons with voting status in the Church
Membership Meeting	Any Annual or Special Meeting
Ministerial Search Committee	The committee elected to find and recommend a Ministerial candidate
Minister	The hired religious leader (or leaders) of the Church
Mission	The purpose of the Church as compiled
Officers	Those elected executive positions defined in Article VI
Operating Budget	The annual amount proposed to be spent in the operation of the Church
President	The principal Church Officer as defined in Article VI Section 1
PSWD	Pacific Southwest District of the Unitarian Universalist Association
Recognized Organizations	Independently financed organizations whose members are largely outside the Church Membership but whose function benefits the Church
Recorder	The Officer responsible for recording and retaining minutes of Board Meetings and Membership Meetings, as defined in Article VI Section 6
Special Committee	A committee with a fixed duration or assigned a specific task or set of tasks
Special Interest Groups	Groups primarily made of Congregants who share a common interest in keeping with the goals of the Church
Special Meeting	Any meeting other than the Annual Meeting duly constituted to conduct Church business
Standing Committee	A committee expected to operate for an indefinite period of time
Standing Rules	Operating policies and procedures developed and revised by the Board of Trustees
Treasurer	The Officer responsible for disbursing Church funds as defined in Article VI Section 5
Trustees	Elected persons on the Board of Trustees who are not Officers
Unitarian Universalism	A religion based on principles and purposes adopted at UUA membership assemblies

UUA	Unitarian Universalist Association
Vice-President Finance	The Officer with overall responsibility for the financial affairs of the Church, defined in Article VI Section 3
Vice-President Program	The Officer responsible for smooth workings and integration of Church Groups, as defined in Article VI Section 2
Visitor	A person who has participated in Church activities but does not yet consider themselves part of the Congregation

Orange Coast Unitarian Universalist Church Bylaws

Article I. Name And Affiliations

Name. The name of this religious organization is the Orange Coast Unitarian Universalist Church.

Section 1 Affiliations

The Church is a member of and supports the UUA and adheres to the Unitarian Universalist Principles and Purposes.

Article II. Mission And Covenant

Section 1 Mission

The Church can be expected to operate more cohesively if there is an overall mission or purpose underlying our actions. The most current statement will always be available in the Church office or from the Recorder.

Section 2 Covenant

Grateful for the religious pluralism that enriches and ennobles our faith, we are inspired to deepen our understanding and expand our vision. As free people, we enter into this covenant, promising to one another our mutual trust and support.

Article III. Participation in Church Activities

Section 1 Requirements for Membership

Any person who

- is in sympathy with the Mission of the Church;
- participates in worship and/or the activities of the Church;

- has had an introductory meeting with the Minister or the President; and
- agrees to make a good-faith effort to contribute annually to the Church at least the yearly Member maintenance cost for UUA and PSWD dues

may become a Member by signing the Church roster.

Section 2 Membership Invitation.

It is understood that all Members should have an understanding of the history, principles and purposes of the Unitarian Universalist movement. It is strongly suggested that persons contemplating Membership take an Introduction to UU course or its equivalent. It is specifically understood that Membership is open to all persons regardless of race, color, sex, affectional or sexual orientation, age, or national origin subject to Section 1 of this Article.

Section 3 Rights of Membership

Only Members of 30 days or more duration may vote, hold elected office, and/or be Committee chairs.

Section 4 Friend Status

A person who wants to participate in Church activities without becoming a Member may be classified as a Friend. Friends have all of the benefits of Membership excluding those in Article III Section 3. A Friend is any person who:

- is in sympathy with the Mission of the Church; and
- participates in worship and/or the activities of the Church; or
- makes a financial contribution in support of the Church.

Section 5 Visitor Status

A person is classified as a Visitor if he/she has participated in Church activities but is not a Member or Friend.

Section 6 Congregation

The Congregation is made up of all people of whatever status listed in Article III as well as children and youth.

Section 7 Termination of Membership:

Membership terminates upon death, oral or written request to the Church, exclusion by the Membership per Article 4 Section 5 or action by the Board as explained herein.

The Board may remove a member who has neither participated in the activities of the Church nor contributed to its financial support for one year and who fails to respond to an inquiry about their status.

Article IV. Membership Assembly

Principal authority over Church affairs resides with the Membership.

Section 1 Annual Meeting

There shall be a regular business meeting of the Membership each year. This Annual Meeting shall be held in June at a time and place set by the Board. The agenda shall include, but not be limited to:

- election of Church Officers, Trustees, members of the Committee of Nominators and Committee of Stewards for the next Fiscal Year;
- adoption of an Operating Budget for the next Fiscal Year; and
- other agenda items added by the Board.

Except for voting to remove the Minister, other business may be brought up and conducted that has not been stated in the notice for the Annual Meeting.

Section 2 Special Meeting

A Special Meeting may be called by any three Board members or by ten percent of the current Members of the Church who have signed a written petition stating the purpose of the meeting. Business at such meetings is limited strictly to the agenda items in the

notice of meeting. Removal of a Minister may only be considered at a Special Meeting.

Section 3 Notice of Membership Meetings

At least fourteen days before any Annual or Special Meeting, notice must be posted prominently on Church property and mailed or emailed to all Members at their last known address. The published notice shall include a complete agenda including time and place and whether the Board or Membership is calling the meeting. Such notice shall be prepared and issued by the Recorder or designee. The agenda for the Annual Meeting will contain a time for new business as discussed in Article IV Section 1.

Section 4 Quorum

Twenty percent of the Members eligible to vote constitutes a quorum for Annual or Special Meetings. Should there not be a quorum the procedure for calling a Meeting must be followed as explained in Article IV Section 3.

Section 5 Voting

Affirmation by two-thirds of those present and voting is required:

- to exclude a Member;
- to recall any person holding elective office;
- to buy, sell, encumber, or dispose of Church real estate;
- to borrow more than 5% of the Operating Budget;
- to accept an Operating or other Budget or modify an existing Budget by more than 5%;
- to adopt a statement of policy on an issue of public affairs;
- to terminate a Minister; or
- to amend or repeal these Bylaws.

Affirmation by eighty-five percent of those present and voting is required to call a Minister.

Decision

The decision rendered by a majority of those Church Members present and voting settles any question except those listed above.

Ballots

Members shall cast secret ballots to decide contested elections. On any other question, voting shall be conducted by a show of hands. A secret ballot shall be conducted on a question at the request of any Member or at the discretion of the presiding officer.

Rules of Governance

Robert's Rules of Order shall provide the procedural guidelines at all Annual and Special Meetings.

Article V. Board of Trustees

Section 1 Composition and Responsibilities of the Board.

The Board shall act as an assembly and have twelve voting members: five Officers (see Article VI) and seven Trustees. Subject to the decisions of the Membership, the Church Board determines the policy and exercises the executive powers of the Church.

Section 2 Jurisdiction

The jurisdiction of the Board extends over issues affecting the life of the Church that require the attention of elected representatives of the Membership and that lie beyond the purview of any other elected Church body or of any individual Church Officer. The activities below are the specific responsibility of the Board.

- Promote the ministry of the Church and enhance the quality of Church life
- Foster close and harmonious relations with the Minister.
- Manage the business affairs of the Church.
- Provide a suitable place for Church activities, be responsible for care of Church property, and approve the rental guidelines developed by the Finance Council.
- Hire and release staff, with the exception of the Minister;
- Determine policy and standard operating procedures (Standing Rules) for the Church.
- Create Standing and Special committees;
- Assure that there is regular written or electronic communication to the Members;
- Grant recognition to Committees and Organizations and approve the selection of Committee chairs excluding Committees of the Congregation.

Section 3 Time and Place of Board Meetings

Regular meetings of the Board shall be held monthly. Notice of the time and place of the meetings will be published and be posted prominently at the Church.

Section 4 Emergency Board Meetings

The presiding officer of the Board may call emergency meetings. In an emergency this officer may poll all

Board members by telephone or Email. The results of such a vote shall be confirmed and recorded at the next regular meeting of the Board.

Section 5 Open Board Meetings

Board meetings are open to all Members (or other Congregants at the presiding Officer's discretion), unless the Board meets in executive session.

Section 6 Quorum

A quorum of the Board is required to conduct business at all Board meetings and consists of a majority of Board Members.

Section 7 Decisions

The majority vote of those Board Members present and voting settles any question. Changes to Standing Rules require an affirmative vote at two successive Board meetings.

Article VI. Church Officials

Responsibility for the administration of Church policy is entrusted to officials elected by the Membership.

There are three elected bodies and one other elected official:

- the Board,
- the Committee of Stewards (see Article IX Section 2),
- the Committee of Nominators (see Article IX Section 2).
- the Bursar

The Board

The Board consists of executive Officers and Trustees. The Officers shall be the President, Vice-President Program, Vice-President Finance, Treasurer and Recorder. The Bursar is an elected member of the Finance Council but does not serve on the Board. There are three Stewards and six Nominators. The Stewards and Nominators select their respective Committee chairperson.

The term of office for executive Officers and the Bursar is one year. Trustees have three-year terms with two Trustees elected in two of the years and three elected the third year. Nominators and Stewards have three-year terms with two Nominators and one Steward elected each year. The executive Officers may serve a maximum of two terms in succession in one position. Trustees, Stewards and Nominators may not be elected to a second term in succession in their positions.

No person may hold more than one elected office at a time.

Only candidates who consent to being nominated may stand for election. At the Annual Meeting, the election of candidates proposed by the Committee of Nominators may be contested by candidates nominated from the floor.

Section 1 President

The President is the principal officer of the Church and shall, subject to action of the Board, supervise, direct and preside over the business and Officers of the Church. The President shall act as chair of the Board. In the resignation, absence or incapacity of the President, the Vice-President Program shall fulfill the duties of President and the Vice-President Program

will be replaced following the procedures in Article VI Section 8. Minimum duties are as follows:

- The President (or Vice President Finance) shall sign contracts and legal documents. Only the President shall sign official documents on behalf of the Church. The President may sign checks.
- The President shall preside at all Membership meetings of the Church and all meetings of the Board.
- The President is an *ex officio* non-voting member of all Committees, Councils and Affiliated Organizations with the exception of Committee on Ministry, Committee on RE Ministry, Committee of Nominators and any ministerial search committee.

The President shall have such other powers and duties as the Board or these Bylaws may prescribe, excluding those specifically assigned to other Officers by these Bylaws.

Section 2 Vice-President Program

Minimum duties of the Vice-President Program are as follows:

- to facilitate the operation of all Church Groups and to foster communication and cooperation between them;
- to chair meetings of the Program Council, and to determine matters that need to be addressed by it;
- to provide each Standing Committee with a written summary of that Committee's responsibilities;
- to ensure the maintenance of a calendar of Church activities;

The Vice-President Program shall have such other powers and duties as the President, Board or these Bylaws may prescribe, excluding those specifically assigned to other Officers by these Bylaws.

Section 3 Vice-President Finance

The Vice-President Finance is the principal financial and budget officer of the Church. The duties described below may be delegated to another person or persons, but the overall responsibility shall remain with the Vice-President Finance. Minimum duties include:

- to oversee the income and expenses of the Church including the Operating Budget, and to report necessary financial information to the Board;
- to chair meetings of the Finance Council and determine the matters which need to come before it;
- to insure, with the collaboration of the Bursar, Treasurer and Committee of Stewards that accurate financial records are kept and maintained in easily accessible historical records;
- to guide Operating Budget preparation for submission to the Board and Membership;
- to maintain adequate insurance coverage;
- to coordinate fundraising activities of the Church, its Committees and Affiliated Organizations;
- to arrange as permitted by these Bylaws to borrow money for Church purposes;
- to provide an annual review of Church financial records;
- to provide in writing a current financial statement at each regular Board and Annual Meeting;
- to sign checks; and
- to sign contracts or legal documents in the absence of the President;

The Vice-President Finance shall have such other powers and perform such other duties as the President, Board or these Bylaws may prescribe, excluding those specifically assigned to other Officers in these Bylaws.

Section 4 Bursar

The Bursar has primary responsibility for accounting for money received by the Church. Minimum duties are described below:

- to maintain records of Church income and deposit these records into the Church archives at the end of the Fiscal Year;
- to serve as a member of the Finance Council and make regular reports to the Council of money received;

- to make timely deposits of pledge payments and other operating income, and report these deposits to the Treasurer and Vice President Finance;
- to send monthly notice of pledge and other payments due and received; and
- to report payment delinquencies to the Finance Council.

The Bursar shall have such other powers and perform such other duties as the President, Board or these Bylaws may prescribe, excluding those specifically assigned to other Officers in these Bylaws.

Section 5 Treasurer

The Treasurer has primary responsibility for disbursing Church funds using appropriate controls and procedures. Minimum duties are as follows:

- to maintain records of Church expenses and deposit these records into the Church archives at the end of the Fiscal Year;
- to serve as a member of the Finance Council;
- to monitor spending against the Church Operating Budget;
- to issue and sign checks or other orders of payment within approved budgets for Church financial obligations;
- to manage tax and personnel payroll matters; and
- to report to the Finance Council any financial discrepancies

The Treasurer shall have such other powers and perform such other duties as the President, Board or these Bylaws may prescribe, excluding those specifically assigned to other Officers in these Bylaws.

Section 6 Recorder

The Recorder has primary responsibility for the records of the Church. Minimum duties include:

- to issue timely notices of all Board and Membership meetings;
- to record minutes at Board and Membership meetings and submit them at subsequent meetings for correction and approval;
- make a timely deposit of minutes in the Church office for review by Members;

- to deposit in the Church archives at the end of the Fiscal Year copies of all approved minutes, including copies of reports and other attachments referenced therein, and records of all amendments to these Bylaws and the Standing Rules;
- to certify to the UUA at the annual census and at any other time a roster of Church Members;
- to write official correspondence of the Church as directed by the Board,
- Control official Church documents such as the Articles of Incorporation;
- organize the annual review of the Standing Rules; and
- secure and maintain the Church archives.

The Recorder shall have such other powers and perform such other duties as the President, Board or these Bylaws may prescribe, excluding those specifically assigned to other Officers in these Bylaws.

Section 6 Trustees

Trustees have two primary responsibilities,

- to vote on general Board matters; and
- to serve as liaison to the Board for assigned Groups. If Group concerns cannot be effectively handled by the Program Council, the Trustee facilitates the communication between a Group and the Board.

Trustees may be assigned additional duties by the Board.

Section 7 Vacancies

Any vacated position with more than a year remaining in the term must be filled through an election at the next Annual Meeting.

Vacancies in elected positions are declared by and filled by the Board for the balance of the current Fiscal Year.

- The Board may declare an elective office vacant when its occupant ceases to be a Member of the Church, resigns from office or is recalled by the Membership.
- The Board fills a vacant elected office by majority vote at the Board meeting following creation of the vacancy, from at least two candidates proposed by the Committee of Nominators.

Article VII. Councils

Church Councils serve as forums for assessing Church needs, deliberating on Congregational goals and aspirations, supervising progress toward achievement of Church objectives, and fostering development of Congregational leadership. There will be at least two Church Councils, Program and Finance.

Section 1 Program Council

The Program Council consists of, but is not limited to, the Vice-President Program as the chair, Trustees and a representative from each Church Group. The minimum duties of the Program Council are as follows:

- to monitor the programmatic affairs of the Church;
- to encourage broad programming and participation in Church Groups by promoting, publicizing and coordinating their activities; and
- to resolve problems and conflicts that extend beyond the jurisdiction of a single Group.

Section 2 Finance Council

The Finance Council consists of the Vice-President Finance, the Bursar, the Treasurer, the chair of the Committee of Stewards, the chair of the Canvass committee, the chair of the Ways and Means committee and additional Members appointed by the Vice-President Finance. The minimum duties of the Finance Council are as follows:

- to monitor the financial affairs of the Church;
- to prepare and manage the Operating Budget;
- to take appropriate action with regard to pledge delinquencies; and
- to recommend rental policies and rates to the Board.

Article VIII. Minister

The Minister is the religious leader of the Church. The Minister performs all ministerial duties as outlined in her or his contract and covenant, including those prescribed by law.

The Minister shall have been accepted in Fellowship by the Unitarian Universalist Association or be actively seeking such fellowship.

Section 1

- The Minister shall be a non-voting member of the Board, Church Councils and Church committees except the Committee of Nominators, Committee of Stewards, any Committee on Ministry, and any Ministerial Search Committee.
- The Minister shall consult with and advise the Board on management of Church affairs and administration of Church policy.
- The Minister shall manage other Church staff.

Section 2

Calling a Minister

The Minister shall be called to settlement at the Church by the Membership at an Annual or Special Meeting (see Article IV Section 5) on recommendation of a special Ministerial Search Committee. The Committee is elected following the procedures in Article IX Section 3.

Section 3

Nature of Ministry

The Minister shares with the Congregation overall responsibility for the various Church ministries and for religious services. The Minister has primary responsibility for ceremonial and worship services; denominational and pastoral care functions.

Section 4

Freedom of the Pulpit

The Minister and other persons who address the Congregation have freedom of the pulpit.

Section 5

Tenure

The settlement for a Minister shall be for an indefinite term. A Minister's settlement may be terminated only by resignation, retirement, or a vote cast at a Special Meeting as provided in Article IV Section 2 of these Bylaws.

Article IX. Committees and organizations

There shall be four categories of working Groups in the Church: Committees of the Board, Committees of the Congregation, Affiliated Organizations and Recognized Organizations.

Section 1

Committees of the Board

Standing Committees

The Board shall approve chairpersons of Standing Committees. The Board shall oversee and establish policies and procedures for each Standing Committee. The Standing Committees shall include but not be limited to Membership, Religious Education, Canvass, Ways and Means and Worship.

Special Committees

The Board shall establish and disband Special Committees. Subject to Board approval the President shall appoint all chairpersons and, when appropriate, the President shall appoint members of Special Committees. The Board shall oversee and establish policies and procedures for each Special Committee.

Committees on Ministry

Committee on Ministry

For each Minister, a Committee on Ministry must be appointed by procedures determined by the Board. The duties of this Committee include, but are not limited to the following:

- to counsel with the Minister on improving the quality of ministry in the Church;
- to function as a communications link between the Congregation and the Minister;
- to assist with planning the Minister's program of continuing education and professional development;
- to respect the confidentiality of sentiments expressed to the Committee by the Congregation and the Minister;
- to make recommendations to the Board regarding changes to the Minister's contract.

Committee on RE Ministry

For each Director of Religious Education (DRE) a committee on RE Ministry must be appointed by procedures determined by the Board. The duties of this Committee include, but are not limited to the following:

- to counsel with the DRE on improving the quality of ministry in the Church;

- to function as a communications link between the Congregation and the DRE;
- to assist with planning the DRE's program of continuing education and professional development;
- to respect the confidentiality of sentiments expressed to the Committee by the Congregation and the DRE; and
- to make recommendations to the Board concerning modifications to the DRE's contract.

Section 2 Committees of the Congregation

Committees of the Congregation will be those committees that answer directly to the Membership. Committees of the Congregation will include but not be limited to Nominators, Ministerial Search and Stewards. Membership in these committees will be open to Members of the Church only.

Committee of Nominators

Nominators work to identify qualified candidates for elected office and fulfill other duties as may be assigned by the Board. Minimum duties are as follows:

- to propose one or more candidates to succeed each executive Officer, Trustee, Bursar, Nominator and Steward holding elective office for terms expiring at the end of the month of the Annual Meeting keeping in mind the importance of Board continuity and succession planning;
- to propose one or more candidates to succeed any Nominator, Trustee or Steward who holds office by appointment as a consequence of filling a vacancy;
- to submit to the Recorder for inclusion in the notice of Annual Meeting the list of all proposed candidates for elective office;
- to nominate each of these candidates at the Annual Meeting;
- to recommend to the Board two candidates for appointment to any elective office that becomes vacant excluding the Presidency.

Committee of Stewards

The Stewards manage the Endowment funds (Fund) of the Church under terms of the donation. Any donation by bequest will accrue to the Fund.

Unless otherwise specified in the bequest, the Fund will be managed to protect the principal value of the gift on an inflation-adjusted basis. Stewards shall be bonded or otherwise have their activities protected in an amount determined by the Board at the Church's expense. The minimum duties of the Committee are as follows:

- to encourage gifts, memorials, bequests and other contributions to the Fund of the Church;
- to manage the Fund in a conservative manner;
- to disburse from the Fund under the terms of the donation or, if not explicit in the donation, in their best judgement given the duty to protect the principal;
- to submit an annual report to the Finance Council explaining the governing policy for the following Fiscal Year and the current status of the Fund at the time of the Annual Meeting.

Ministerial Search Committee

Composition

The committee shall have seven members; five of whom are elected at a Special Meeting. Candidates must have previously submitted to the President a nominating petition signed by at least ten Members of the Church. In addition, the Board elects two Members to the Committee.

Duties

The Committee shall conduct the search for a Minister according to the guidelines established by the Unitarian Universalist Association. If the Congregation should reject the ministerial candidate selected by the Committee, a new Committee must be formed.

Section 3 Affiliated Organizations

Affiliated Organizations are those groups recognized by the Board as such and whose finances are controlled by the Church. To become an Affiliated Organization the group shall submit a statement of its purpose and a list of its officers or responsible leaders first to the Board for ratification. At least one of the group's members must be a Member of the Church who will serve on the Church Program Council and be responsible for the group's adherence to Church policies and procedures.

**Section 4
Recognized Organizations**

Voluntary organizations which are largely made up of members of the community-at-large (non-Congregants) who support a value structure similar to that of the Church, and whose existence and function benefit both the Church and the community, may be designated by the Board as Recognized Organizations.

Each Recognized Organization shall direct its own programs and functions and be responsible for its own finances.

Each Recognized Organization shall appoint a representative to the Church to provide information and communication on the activities and program of the group as requested by the Board and/or Council.

**Article X.
Miscellaneous Financial and Other Matters**

**Section 1
Fiscal Year**

The Fiscal Year shall be July 1 through June 30.

**Section 2
Budget**

- The Operating Budget is prepared in the spring for the ensuing Fiscal Year, is adopted at the Annual Meeting in June, and goes into effect on July 1. It represents a projection of available funds from all sources and a plan for using these funds. However, since the budget cannot be an exact prediction of income, it is not intended to be an exact commitment of expenditures. Rather, it is a plan meant to guide the Board, and the Board may handle expenditures within the limits provided in Article X Section.3.
- The Operating Budget is adopted as provided in Article IV Section 1. Any subsequent budget revision adopted at a Special Meeting shall cover the current fiscal year and shall be accompanied by a statement from the Treasurer of the revision's financial impact.

**Section 3
Board's Authority**

- The Board may over-spend individual budget items, authorize individual nonbudgeted items or restrict specific items in the budget provided that no single adjustment or combination of adjustments shall be more

than five percent of the current Annual Budget.

- If, because of emergency where it is impractical to hold a Special Meeting before taking action, the Board cannot comply with this Section the Board shall request and obtain ratification of its action at a Special Meeting as soon as practical. The Board shall present a suitably revised budget for approval at this meeting.

**Section 4
Annual audit or review**

The financial statement, records and bookkeeping procedures of the Church shall be audited or reviewed by an accounting firm or Special auditing committee named by the Board. Only members of the Church shall be eligible to be members of such an auditing committee; however, no Member who is a church employee, Officer, Trustee or member of the Church's Finance Council may serve in preparing the audit or review.

**Section 5
Reports**

At the Annual Meeting, the Vice President Finance shall present a preliminary report comparing the anticipated actual sources and uses of funds with the Operating Budget for the current fiscal year, and shall provide explanations for all significant variances.

**Section 6
Church real property, valuable papers and Fund.**

- No land or buildings shall be purchased nor permanent buildings erected or torn down, nor shall the real property of the Church be mortgaged, sold, or otherwise disposed of, nor shall any portion of the principal of the Church's Fund be spent without the consent of two-thirds of the members at a meeting called under the provisions of Article IV.
- All valuable papers of the Church such as stocks, deeds, et cetera, shall be held in an account at a securities broker-dealer, or in a safety box at a chartered bank or savings institution, in the name of the Church. Any three Officers of the Church, as designated by the Board acting together, or the Stewards, when appropriate, shall have access to these securities or documents.

**Section 7
Indemnification**

The Board may indemnify any person who was or is a Trustee, Officer, employee or other agent of the Church, or who was or is serving as such within some other corporation, partnership, joint venture, trust, or other enterprise, at the request of the Church, against expenses, judgments, fines, settlements, and other amounts actually and reasonable incurred in connection with any threatened, pending, or completed action or proceeding, whether civil, criminal, administrative, or investigative, as provided in Section 317 of the California Corporations Code, as that section now exists or may hereafter be amended.

**Section 8
Amendment**

These bylaws may be neither amended nor repealed without Membership approval as provided in Article IV. Bylaws may be amended at an Annual or Special Meeting. If at a Special Meeting, any proposed amendment or amendments must be stated fully in the notice of the Special Meeting at which it is to be considered.

**Section 9
Dissolution**

Upon dissolution of the Church, or in the event it ceases to be a member of the UUA, all Church assets are to be transferred to the UUA insofar as allowed by the Articles of Incorporation and applicable government statutes.