

BYLAWS OF
THE UNITARIAN UNIVERSALISTS OF GETTYSBURG

as adopted on May 11, 2003
and amended on May 23, 2004
and September 25, 2005
and May 3, 2009
and May 6, 2012

ARTICLE I - Name

The name of this religious community is The Unitarian Universalists of Gettysburg.

ARTICLE II - Denominational Affiliation

The Congregation shall be a member of the Unitarian Universalist Association and of its Joseph Priestley District. It is the intention of the Congregation to make annual financial contributions to the Association and the District equal to its fair share.

ARTICLE III - Mission

The Unitarian Universalists of Gettysburg join together as a religious community that inspires the mind and spirit, honors religious freedom, and embraces diversity. Its members minister to each other with love, and work for a just society.

ARTICLE IV - Membership

Section 1 - Admission to Membership. Any person sixteen (16) years or older, who is in sympathy with the Mission Statement of the Congregation and who has made a recorded financial contribution or performed service for the congregation, may sign the Membership Book in the presence of a member of the Membership Committee and either the Minister of the Congregation or a member of the Board of Directors. Membership in the Congregation shall be open to anyone meeting these requirements, regardless of religious background, political persuasion, age, race, gender, sexual orientation, ethnicity, class, or disability.

Section 2 - Active members. Persons who have been members of the Congregation for at least thirty (30) days and have made a recorded financial contribution during the past six (6) months or performed service for the congregation during that time shall be considered active members. Those active members who are eighteen (18) years of age or older may vote at business meetings of the Congregation, hold elective office, and chair committees.

The total number of active members, as determined by the Membership Committee, shall constitute the official membership of the Congregation at business meetings and for denominational reports.

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58 Section 3 - Inactive Members. Members who for a period of six (6)
59 months have made no recorded financial contribution to the Congregation
60 or performed no service for the congregation during that time may, by
61 recommendation of the Membership Committee and vote of the Board of
62 Directors, be moved to inactive status, and shall not be permitted to
63 vote on any business that may come before the Congregation. They shall
64 be notified of this action by a letter sent to their last known
65 address. Such persons may reactivate their memberships at any time by
66 making a recorded financial contribution or performing service for the
67 congregation.

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69 Section 4 - Removal from Membership. Active members shall be
70 removed from membership because of death or written notice given by
71 them to the Membership Committee. With approval of the Board, a person
72 may be removed from membership if the member has given verbal notice of
73 his/her intent to do so. Members who have been on the Inactive List for
74 at least two years may be removed from membership by recommendation of
75 the Membership Committee and vote of the Board of Directors. Before
76 such action is taken such persons shall be contacted directly by the
77 Membership Committee to determine if they wish to remain as members,
78 either on an active or an inactive basis.

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80 ARTICLE V - The Congregation

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82 Section 1 - Congregational Autonomy and Authority. The
83 Congregation operates under the historic understanding of
84 Congregational polity. The Congregation governs itself. Final
85 authority in all matters resides in the Congregation and its members
86 gathered in meeting.

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88 Section 2 - Annual Business Meeting. The Annual Meeting of the
89 Congregation shall be held within the first two weeks of May, at a time
90 and place set by the Board. Included in the agenda shall be: election
91 of members of the Board of Directors; presentation of the Annual
92 Report; adoption of a budget for the ensuing fiscal year; any items
93 placed by vote of the Board; and any items requested in writing by 10%
94 of the active membership of the Congregation.

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96 Section 3 - Fiscal Year. The fiscal year of the Congregation shall
97 be from July 1 through June 30.

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99 Section 4 - Fall Program Meeting. The Fall Program Meeting shall
100 be held within the last two weeks of September. The main purpose of
101 the meeting shall be to discuss current activities, plans, and programs
102 of the Congregation for the coming year. Other business may be
103 conducted at this meeting.

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105 Section 5 - Special Meetings. Special meetings may be called by
106 the Board or the Chair, or by written request to the Board by at least
107 10% of the active membership of the Congregation.

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109 Section 6 - Notice of Meetings. Announcement of the date of the
110 upcoming May Annual Meeting will be made during the September Program
111 Meeting. Similarly, announcement of the upcoming September Program
112 Meeting shall be made during the May Annual Meeting. Further, the Board
113 Secretary shall send notice of the Annual Business Meeting, the Fall

114 Program Meeting, and Special Meetings by mail to all members of the
115 Congregation at least 10 days before the meeting date. Notice may be
116 sent by email to persons for whom the congregation has a valid email
117 address and who have not requested notice by U.S. Mail instead of
118 email. Such notice shall state the date, hour, place and agenda of
119 the meeting, and for the Annual Meeting, nominations from the
120 Nominating Committee or by petition.

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122 Section 7 - Quorums.

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124 7.1. - Except as provided for in other sections of these Bylaws,
125 the quorum at business meetings shall be 25% of the active membership,
126 but not less than ten active members of the Congregation.

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128 7.2. - At business meetings considering calling a minister,
129 acquiring or disposing of real property, encumbering the Congregation
130 with new indebtedness exceeding 10% of the current operating budget or
131 spending of Reserve Funds Principal, the quorum shall be 35% of the
132 active membership, but not less than 10 active members of the
133 Congregation.

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135 Section 8 - Decisions. Motions made at a legal meeting of the
136 Congregation shall be carried by majority vote of the members present
137 unless specifically required to be greater in these Bylaws, and shall
138 be binding upon the Board and all its agencies and organizations.

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140 ARTICLE VI - The Board

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142 Section 1 - General Powers and Responsibilities. Subject to the
143 direction of the Congregation, the Board shall have charge of the
144 Congregation's property, business affairs and administration, and have
145 power to receive and administer gifts and trusts. Authority over the
146 administrative staff is vested in the Board, except as stated otherwise
147 in these Bylaws. The Board shall exercise those powers of a Board of
148 Directors enumerated in the Non-Profit Corporation Law of the
149 Commonwealth of Pennsylvania. The Board shall maintain a written
150 policy manual setting forth the name and function of each standing and
151 special committee created by the Board, and such other policies as the
152 Board shall adopt. Each Board Member shall be concerned, however, with
153 the total program of the Congregation and shall serve as a
154 communication link with the Congregation concerning the total program.

155
156 Section 2 - Membership. The Board shall consist of the lesser of
157 9 members - or 10% of the membership rounded up to the next odd number
158 - to include the Chair, Vice Chair, Secretary, and Finance Director.
159 The immediate past Chair shall also be a member for a term of one year,
160 but shall have no vote unless that person is otherwise a member of the
161 Board.

162
163 Section 3 - Election of Board Members.

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165 3.1. - At each Annual Meeting of the Congregation, three Board
166 Members shall be elected for a three-year term with an option to be
167 nominated and reelected for subsequent terms. Board members shall not
168 serve more than two three-year terms consecutively. A member may fill
169 an additional consecutive partial term vacancy immediately preceding or
170 following the two consecutive three-year terms.

171 3.2. - Voting. All votes at congregational meetings must be cast in
172 person or by absentee ballot.
173

174 3.3. - Absentee ballots. Members unable to attend congregational
175 meetings may vote on the Board election using signed numbered ballots
176 provided by the Board Secretary. All absentee ballots must be received
177 by the Board Secretary no later than one hour prior to the meeting.
178

179 Section 4 - Election of Officers.

180 4.1. - The newly elected board shall meet prior to July 1 solely for
181 the purpose of electing its officers. Officers shall serve a one-year
182 term and may be reelected to additional terms. The election of officers
183 shall take place during June so that a fully-appointed Board shall be
184 in place prior to July 1.
185

186 Section 5 - Vacancies. A vacancy on the Board or of a committee
187 chair shall be filled by a person elected by a majority vote of the
188 remaining Board members. The term of a person filling a vacancy shall
189 be until the end of the fiscal year.
190

191 Section 6 - Removal. Any Board Member absent for three consecutive
192 meetings of the Board, without notice given to the Chair or Secretary,
193 shall be considered to have resigned. Any Board Member may be removed
194 by vote of two-thirds of the members present at any meeting of the
195 Congregation called for that purpose.
196

197 Section 7 - Succession. The new Board shall take office on July 1
198 following the Annual Meeting and shall be convened by the Chair during
199 the month of July.
200

201 Section 8 - Regular Meetings of the Board. The Board shall meet at
202 least once every month on a regular basis. Date, time and place shall
203 be publicized to the Congregation, meetings are open to all members of
204 the Congregation, and minutes shall be available on request.
205

206 Section 9 - Special Meetings of the Board. Special meetings of the
207 Board may be called by the Chair or any two Board members. Date, time
208 and place of any such meeting must be specified in the notice, which
209 shall be given at least three days prior to the meeting. Advance
210 notice may be waived by unanimous consent of the Board. Minutes shall
211 be available on request.
212

213 Section 10 - Executive Sessions. The Board may go into executive
214 session at any regular or special meeting. Any action taken in
215 Executive Session shall be reviewed at an open meeting of the Board,
216 except in cases where confidentiality is essential. Executive Session
217 attendance shall be limited to Board members. Other persons may be
218 invited by the Board.
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220 Section 11 - Quorum. A majority of the Board members shall
221 constitute a quorum for transaction of business at any Board meeting.
222

223 Section 12 - Informal Action. Action taken by a majority of the
224 Board without a meeting, when an attempt has been made to contact all
225 members, is valid Board action. All such actions shall be subject to
226 review at the next regular or special meeting of the Board.
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228 Section 13 - Notification. The names of the new Board and its
229 Officers shall be published in the issue of the newsletter first
230 published following the election.
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233 ARTICLE VII - Responsibilities of Officers
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235 Section 1 - Chair. The Chair, as the principal officer of the
236 Congregation and the Board, shall oversee the business and program of
237 the Congregation, as decided upon by the Board and subject to these
238 Bylaws. The Chair shall also preside at meetings of the Board and the
239 Congregation.
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241 Section 2 - Vice Chair. The Vice Chair shall perform the duties of
242 the Chair in his/her absence, and such other duties as the Board may
243 direct.
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245 Section 3 - Secretary. The Secretary shall keep minutes of
246 meetings of the Board and the Congregation, give meeting notices as
247 required, maintain the Policy Manual, prepare denominational reports,
248 handle formal Board correspondence, and perform other duties as the
249 Board may direct.
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251 Section 4 - Finance Director. The Finance Director shall be
252 responsible for preparation of the proposed budget for the Annual
253 Membership Meeting. The Finance Director shall provide oversight for
254 the annual pledge drive and other fund-raising activities undertaken by
255 the Congregation members. The Finance Director shall also chair the
256 Finance Committee.
257

258 Section 5 - Treasurer. - The Treasurer shall be appointed by the
259 Board and shall be responsible for the maintenance and preservation of
260 the financial books and records of the Congregation. The Treasurer
261 shall keep accurate and up-to-date records of Congregation finances,
262 and shall have the authority to sign checks and make deposits and/or
263 withdrawals of Congregation funds. The Treasurer shall report monthly
264 to the Board and the membership on the financial condition of the
265 Congregation. The Treasurer shall be bonded in accordance with limits
266 established by the Board. The President, Vice-President, Finance
267 Director, and Treasurer shall be authorized to sign checks. Two
268 signatures shall be required on all checks except for those encompassed
269 by policies and procedures duly adopted by the Board.
270

271 ARTICLE VIII - Committees
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273 Section 1 - Committee chairs. Committee chairs must be members of
274 the Congregation. Committee members need not be Congregation members,
275 except as required elsewhere.
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277 Section 2 - Standing Committees. The standing committees of the
278 Congregation shall be Resource and Stewardship, Members and Friends,
279 Faith and Community, and Worship. The purposes and responsibilities of
280 committees shall be described in the Policy Manual.
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282 2.1. - Term. The chair of each committee shall be elected by the
283 committee members for a one-year term and may be elected for a maximum
284 of three terms consecutively.

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Section 3 - Nominating Committee. The Nominating Committee shall consist of at least 3 members, all of whom shall be Church members for at least one year prior to their election, and shall not have been members of the previous Nominating Committee. The members shall be chosen at the General Meeting. In the event of a vacancy on the Nominating Committee, the Board shall elect a replacement from the qualified Church members. The Nominating Committee shall elect its own Chair.

3.1 - The Nominating Committee shall announce its nominations for the board, committee chairs, and the next nominating committee in time for inclusion in the printed materials for the months of March and April.

3.2. - Nominations for the Board may be made by written petition, signed by at least 10% of the active membership of the Congregation and filed with the Board Secretary at least three weeks before the Annual Meeting.

Section 4 - Other Committees.

4.1. - Committees other than standing committees shall be established by the Board in one of two ways:

1. Members of the Congregation who perceive a need for a new committee shall write a mission statement and submit it to the Board for approval.
2. The Board may see the need for a new committee, write a mission statement and solicit members of the Congregation to join.

4.2. - At the discretion of the Board, a committee other than a standing committee may be disbanded for, but not limited to, the following reasons:

1. the committee has had no members besides the Chair for a period of four months or more and is not a standing committee;
2. the Board, in consultation with the committee, decides that the mission of the committee has been achieved; or,
3. the committee violates the policies and/or the Bylaws of the Congregation.

Section 5 - Ad Hoc Committees.

5.1. - The Board may from time to time create Ad Hoc Committees for special needs, functions, or timely action, such as a rummage sale or talent auction. Such committees shall be composed of persons solicited by the Board, and are also open to any interested members of the Congregation or the community.

5.2. - The Board shall determine the mission statement, scope and responsibilities of Ad Hoc Committees.

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343 5.3. - The chair for an Ad Hoc Committee may be appointed by the
344 Board or chosen by the committee's members.
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346 ARTICLE IX - Staff
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348 The Board may hire staff or independent contractors to serve the
349 needs of the Congregation, within budgetary limits set by the
350 Congregation. The Board shall be responsible for describing staff
351 roles and responsibilities, work hours, compensation, supervision, and
352 establishing procedures for issuing W2-Forms, Social Security and
353 Income Tax withholding, and possible employee benefits. Staff members
354 shall have a yearly performance and compensation review conducted by
355 Board-designated persons or committees.
356

357 ARTICLE X - Review and Amendment
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359 The Bylaws may be amended by a two-thirds vote of those active
360 members present and voting at any meeting of the Congregation called
361 for that purpose. Proposed changes may come from the Board, a
362 committee designated by the board, or by petition of 10% of the active
363 membership of the Congregation. Proposed changes must be given to the
364 Board Secretary at least thirty days before the meeting, and must be
365 included in the call to the meeting.
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367 ARTICLE XI - Dissolution
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369 If the Congregation ceases to function as a religious community and
370 the membership votes to disband, all assets of the Congregation,
371 whether real or personal, shall be transferred to the Joseph Priestley
372 District or successor organization of the Unitarian Universalist
373 Association, to be held by the District to aid other Unitarian
374 Universalist Congregations in the District. This provision shall apply
375 to all property donated to the Congregation whether by Will or in some
376 other manner, unless the donor expressly provides otherwise. No member
377 of the congregation shall profit from the dissolution of the
378 congregation.
379

380 ARTICLE XII - Rules of Procedure
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382 The rules contained in The Modern Rules of Order, published by the
383 Pennsylvania Bar Institute, shall guide this Congregation in the
384 conduct of its meetings to the extent that they are not inconsistent
385 with the Bylaws. Any dispute involving interpretation of the provisions
386 of these Bylaws shall be decided by majority vote of the full Board.
387 Such decision shall be final unless appealed by any member of the
388 Congregation and overruled by majority vote at a Congregational meeting
389 held in compliance with these Bylaws.

390 Signature Page

391

392 The following members of the Board of Directors of the Unitarian
393 Universalists of Gettysburg have signed the foregoing Bylaws of The
394 Unitarian Universalists of Gettysburg, adopted May 11, 2003:

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397 Signature Date

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A. Bruce Boenau

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Prudence Aliminosa Reichart

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Ralph H. Taylor

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George Eschbach

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Bruce Neylon

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Jeanne Neylon

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Florence Tarbox

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William Swiderski