

# **Bylaws of the Inland Northwest Unitarian Universalist Community**

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# **Bylaws of the Inland Northwest Unitarian Universalist Community**

## **I. MISSION STATEMENT**

In covenant with one another, we are an intergenerational, progressive, and radically inclusive congregation living to support a healthy & functioning Earth. We are a spiritual community practicing active hope and deep listening while engaging with the wider community to achieve equity and environmental justice and to give future generations a chance for a fulfilling life.

## **II. WHO WE ARE**

### **Section 1. Vision**

INUUC envisions an open and inclusive congregation that is joyfully intergenerational, multicultural and a trusted partner in creating a growing island of wholeness in the Inland Northwest.

### **Section 2. Statement of Purpose**

INUUC will be a Member Congregation of the Unitarian Universalist Association (UUA) and the Pacific Western Region of the UUA. It is the intention of this Congregation to make annual financial contributions equal to its full Fair Share as determined by the Association.

The INUUC's purpose is to affirm the following:

- The inherent worth and dignity of every person;
- Justice, equity, and compassion in human relations;
- Acceptance of one another and encouragement to spiritual growth in our Congregations;
- A free and responsible search for truth and meaning;
- The right of conscience and the use of the democratic process within our Congregation and in society at large;
- The goal of world community with peace, liberty, and justice for all;
- Respect for interdependent web of all existence of which we are a part; and
- The UUA's Eighth Principle as it evolves that "affirms and promotes the journeying toward spiritual wholeness by working to build a diverse multicultural Beloved Community by our actions that accountably dismantle racism and other oppressions in ourselves and our institutions".
- INUUC is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### **Section 3. Congregational Polity**

The Congregation will follow the principles of Congregational polity.

- American Unitarian Congregational polity evolved from The Cambridge Doctrine, written in 1648 in New England, in which each congregation is independent, self-governing, and self-supporting.

**Section 4. Non-Discrimination**

The INUUC will be open to all people. With regards to membership, hiring, contracting, the calling of religious professionals, and all other activities, we affirm and promote the full participation of all individuals without regard to race, color, creed, gender, sexual orientation, gender identity and expression, physical or mental disability, age, class, or national origin.

**III. MEMBERSHIP**

**Section 1. Congregation Membership**

Charter members who joined on or before March 1, 2021, and Congregational members joining after that date meet the following criteria:

- (a) Sixteen years of age or older.
- (b) Signing the membership book, after taking path to membership courses; or if transferring from another UU Congregation, they may become a member without classes.
- (c) Annually committing to donating their time and talent in ways that bring them joy, and funds according to their means.
- (d) Annually committing to adherence to the Principles of the Unitarian Universalist Association, the INUUC Bylaws, and the INUUC covenant.

Members may vote on Congregational matters following at least 60 days of membership, may be members of another Congregation, and may be removed for cause following procedures discussed in Section 3, below.

**Section 2. Member Defined**

A “member” as used in these Bylaws refers to INUUC members as described in Sections 1 above, unless used in the context of Circle membership in Article VI.

**Section 3. Removal from Membership**

A member’s name will be removed from the INUUC membership roll in case of (a) the member’s death; (b) written request by the member; (c) not completing the annual request to commit to membership; or (d) removal by a vote of a majority of the Governing Circle because of actions that become a risk to the health, safety, or well-being of others in the Congregation. It is essential for the Congregation to have a Disruptive Behavior Policy that describes problematic behaviors and outlines a good process for addressing the behavior that includes a range of appropriate responses, up to and including removing someone from membership. The

Governing Circle, or their designee, may immediately exclude any person from Church property or events, without notice or opportunity to be heard, for dangerous or disruptive behavior.

#### **Section 4. Membership Record**

The official membership roll will be updated annually by the Membership Circle and provided to the Governing Circle to be maintained in the Church files.

### **IV. CONGREGATIONAL MEETINGS**

#### **Section 1. Annual Congregational Meetings**

A decision by vote in a Congregational meeting is the highest expression of the Congregation's authority. An Annual Congregational Meeting will be held to consider and adopt the budget for the ensuing fiscal year and other necessary matters. Annual reports from the minister, Coordinating Circle, INUUC officers, and select groups of the Congregation for the preceding program year will be presented at this meeting. The Governing Circle and Leadership Development Circle will be elected at this meeting. All vacant offices will be filled in accordance with these Bylaws. All candidates for the Governing Circle and the Leadership Development Circle will be posted for at least three weeks preceding the date of the scheduled annual meeting, and notice given to all members. The Governing Circle may appoint such persons as may be necessary to serve and assist at the annual meeting.

#### **Section 2. Date for Annual Congregational Meeting**

The annual meeting of the Congregation will be held on a date in June to be set by the President after consultation with the Governing Circle of Trustees.

#### **Section 3. Special Congregational Meetings**

Special Congregational meetings may be called by the President of the Governing Circle, or by a petition of ten percent (10%) of the members.

#### **Section 4. Notice of Congregation Meetings**

Notice of any Congregational meeting will be provided to all members at least three weeks preceding the date of the scheduled meeting. In case of a special meeting, the notice will state the purpose of the meeting.

A quorum of any Congregational meeting will consist of 30% of the members. A simple majority of those members present will be required to pass a motion. A two-thirds (2/3) affirmative vote of those present and voting will be required to: (a) Expend sums exceeding five per cent (5%) of the annual operating fund, except sums previously approved by a Capital Campaign are exempt

from this requirement; (b) Buy, sell, lease for more than one year, encumber, or otherwise dispose of real property; or (c) Amend these Bylaws.

## **Section 6. Voting**

All voting at Congregation meetings will be by a show of hands, unless a petition of ten percent (10%) of the members requests a written ballot on an issue two weeks prior to the vote. In that case, a written ballot will then be distributed to members. Meetings may be held virtually as needed, following procedures adopted by the Governing Circle.

## **Section 7. Rules of Order**

In accordance with the adoption of Dynamic Governance as the governance structure for the congregation, the rules of order for any meeting will be determined by the circle hosting said meeting.

# **V. GOVERNING CIRCLE OF TRUSTEES AND OFFICERS**

## **Section 1. Purpose**

The purpose of the Governing Circle acting on behalf of the members, is to see that the Congregation achieves the goals of its mission statement and complies with the INUUC Bylaws and the INUUC covenant. The Governing Circle will act with appropriate use of Congregation resources and avoid actions that are inconsistent with the INUUC Bylaws and the INUUC covenant. The GC may create ad-hoc or ongoing circles as needed, as detailed in article VI in Section 1.

## **Section 2. Composition**

The Governing Circle of Trustees of the Congregation ideally consists of seven Trustees but no fewer than five (5): President, Vice President, Secretary, and four at-large Trustees. All Trustees of the Governing Circle will be INUUC members who satisfy the requirement of membership described in Article III.

## **Section 3. Method of Election and Terms of Office**

- (a) The term of office for all Trustees of the Governing Circle will be two years, beginning the first day of the fiscal year following the election. The maximum consecutive length of service on the Governing Circle will be no longer than two successive two-year terms. Four Trustees will be elected in odd years and three Trustees in even years.
- (b) Officers will be selected annually by the Trustees and may be either incoming or continuing Trustees. The Board-appointed Treasurer may serve up to four consecutive one-year terms. The Governing Circle may elect or appoint other INUUC members to fulfill defined services to the Governing Circle and such individuals have the powers and

perform the duties as determined by the Governing Circle. These individuals report to the Governing Circle and are not Trustees. Trustees and appointed or elected individuals providing services to the Governing Circle will not receive salaries for their services, but may be reimbursed for expenses related to Governing Circle services.

- (c) All Trustees must wait at least one year after completing two successive two-year terms before serving in any Governing Circle position.
- (d) If a vacancy occurs on the Governing Circle for any office other than President, the remaining Trustees may appoint an INUUC member to fill the vacancy for the remainder of that term. The Vice President will assume the duties of President should that office be vacated to complete the unexpired term. A Trustee appointed to complete an unexpired term will be serving a full term.

#### **Section 4. Governing Circle Meetings**

The Governing Circle of Trustees will ordinarily meet regularly once monthly on dates published in advance. Consent rounds will be used to make decisions holding the thought, good enough for now, safe enough to try in mind. Meetings of the Governing Circle will be open to INUUC members, except when the Governing Circle goes into executive session. Executive sessions may deal with issues such as personnel discussions and removal from membership. Any decisions made in the session will be reported at the open Governing Circle meeting and recorded in the Governing Circle minutes.

#### **Section 5. Duties of Officers**

- (a) President: The President will be the official representative of INUUC, preside at all business meetings of the Congregation, preside at all Governing Circle meetings including the annual Congregational meeting, except when an outside moderator is desired, and call all meetings of the Congregation and the Governing Circle of Trustees. The President sets the agenda for such meetings and presides over them.
- (b) Vice President: The Vice President will assist the President, preside at meetings in the absence of the President, and carry out duties assigned by the President.
- (c) Secretary: The secretary will keep minutes and a record of all meetings of the Governing Circle, the annual meeting of the Congregation and any special meetings of the Congregation, and perform any other duties as may be prescribed by the Governing Circle. All such minutes will be submitted for approval at subsequent business meetings. Minutes will be maintained in accordance with Washington laws for non-profit organizations and consistent with INUUC practices.
- (d) Treasurer: The Treasurer will keep the financial records of the Congregation. The Treasurer will oversee the collection and disbursement of funds of the Congregation and will assure that there are adequate and proper signatures for disbursing INUUC funds. The Treasurer will serve as a member of the Finance Circle. The Treasurer will advise the Finance Circle and the Governing Circle in matters relating to the deposit, withdrawal, expenditure, and investment of INUUC funds.

## **Section 6. Unexcused Absences**

The Governing Circle of Trustees may declare an Officer's or Trustee's position vacant upon unexcused absence from three consecutive Governing Circle meetings.

## **VI. CIRCLES OF THE CONGREGATION**

### **Section 1. Establishing Circles**

The Coordinating Circle will have the responsibility of the programming of the church. The Governing Circle may establish such other Circles as required from time to time. The responsibilities and scope of the GC are detailed in Article V. The Governing Circle will specify the purpose for the work and term of the Circle. The leader of all Circles will invite such additional INUUC members as required to serve on their Circles. Governing Circle members may serve on Congregation Circles but not lead any Circles. Any member(s) of INUUC may create a circle as long as it falls within the larger mission and vision of the congregation, and does not overlap with the domain of any existing circle, as determined by the GC and CC. They must state the domain and membership of said circle and they will be within the responsibility of either the GC or CC.

### **Section 2. Coordinating Circle**

The Coordinating Circle links the governing circle and the program circles and plays a critical role in the structure of our church. It is responsible for carrying out the mission of the church and for oversight and coordination of church programming. It is composed of delegates from the governing circle and the program circles of the congregation.

### **Section 3. Finance Circle**

- (a) A Finance Circle appointed by the Governing Circle will consist of at least three INUUC members, will prepare an annual budget for the Congregation, and will report on other Congregation fund-raising activities. Upon final approval of the annual budget by the Governing Circle and adoption by the Congregation, the Finance Circle will review all INUUC expenditures and income during the fiscal year and will submit monthly reports to the Governing Circle. The Finance Circle will administer, safeguard, and promote increases in memorials, bequests, trusts, and endowments. The Finance Circle may have other duties prescribed by the Governing Circle.
- (b) The Treasurer will be an ex-officio non-voting member of the Finance Circle.
- (c) The INUUC fiscal year will begin on July 1 and end on June 30 of the following year.

### **Section 4. Leadership Development Circle**

- (a) The Leadership Development Circle will consist of not less than three members nominated by the Leadership Development Circle. Members of the Leadership

Development Circle will be elected at the annual meeting of the Congregation for a term of one year. However, two members of the Leadership Development Circle will be eligible for reelection for a second year if nominated by the Governing Circle.

- (b) The Leadership Development Circle will supply nominations for all terminating or vacant Governing Circle positions whenever occurring during the year of their incumbency and may assist the Governing Circle in filling designative or appointive vacancies. The Leadership Development Circle will receive notification of terminations and resignations and the date of any applicable elections from the Governing Circle. The Leadership Development Circle may also receive suggestions and recommendations, including names of prospective Trustees and specific Trustees duties, from the Governing Circle, the Minister, or any INUUC member of the Congregation. All INUUC members will be given notice by the Leadership Development Circle of all new candidates at least three weeks prior to the annual meeting of the Congregation.
- (c) Any write-in candidates for a Governing Circle position must submit to the Leadership Development Circle a petition signed by at least ten percent (10%) of the members, not less than fifteen (15) days prior to the annual meeting for inclusion on the ballot.

### **Section 5. Circle on Ministry**

Circle on Ministry is a continuing body whose purpose is to strengthen the quality of ministry within the Congregation. It serves as a communication channel between the Minister and members. The Circle will consist of three to five members, none of whom may be Trustees. One member will be selected by the incoming/current minister and the Governing Circle of Trustees will select the remaining members. Each Circle member will serve for a two-year term, with the maximum consecutive length of service on the Circle no longer than two successive two-year terms and expiration dates staggered so at most two members of the Circle are new each year. The Circle shall perform periodic reviews of the Congregation's performance in relation to the ministry of the Church, Congregational goals, and priorities.

### **Section 6. Endowment Circle**

The Endowment Circle will consist of three (3) members appointed by the Governing Circle for three-year terms, and who will be eligible for a second three-year term.

## **VII. THE MINISTER**

### **Section 1. Professional Ministry**

The Congregation is committed to providing ministry by professional ministers who are engaged with the Unitarian Universalist tradition and its professional standards. Membership in the Unitarian Universalist Ministers Association (UUMA) in good standing is encouraged but not required. The Minister will have freedom of the pulpit. The Minister will also have the freedom to express her or his opinions outside the pulpit.

## **Section 2. Shared Ministry**

The Minister works together in a covenantal relationship with the Congregation's lay leaders and members in order to serve both the mission and the membership of the Congregation effectively.

## **Section 3. Responsibilities of the Minister**

The Minister will provide overall religious leadership and guidance to the Congregation. The Minister will be an ex-officio non-voting member of the Governing Circle. Specific responsibilities, as well as compensation, of the Minister are negotiated between the Minister and the Governing Circle and documented in a Ministerial Contract Agreement. These responsibilities may include, but are not limited to, leading worship services, preparing and delivering sermons, providing pastoral care and counseling, and guiding the Congregation's spiritual focus. The Minister may represent the Congregation when authorized to do so by a vote of the Governing Circle or the membership.

## **Section 4. Provisional Ministry**

The Governing Circle may hire or delegate to appropriate Circles the hiring of ministers as guest speakers or officiants for Congregation functions. The Governing Circle may hire interim or developmental ministers for specific periods.

## **Section 5. Contract Ministry**

A minister contracted to serve for a period of more than one (1) year may be hired by the Governing Circle, subject to affirmation by a two-thirds (2/3) majority of the Congregation present at any meeting legally called for the purpose. At its discretion, the Governing Circle may propose the creation of a Ministerial Search Circle to recommend a candidate to be hired. Service by contract ministers is subject to annual review by the Governing Circle and may be terminated by the Governing Circle with such notice as is provided in the contract. Any minister engaged for less than three quarter ( $\frac{3}{4}$ ) time is considered to be a contract minister, but a contract minister may be engaged for part- or full-time service.

## **Section 6. Settled Ministry**

A settled, or called, minister may be engaged upon the recommendation of a Ministerial Search Circle, provided that the engagement is approved by a ninety percent (90%) majority of the Congregation present at a legally constituted Congregational meeting. Settled ministry represents a stronger commitment by both the Minister and the Congregation. A called minister is expected to serve the Congregation full-time. Provisions of the Ministerial Contract Agreement will include a probation period, require regular review by the Governance Circle, and specify mandatory retirement criteria. Dismissal could result if the Minister were to violate the terms of the Ministerial Contract Agreement.

## **Section 7. Search Circle**

A Ministerial Search Circle is an ad-hoc Circle of the Congregation. Members of a Ministerial Search Circle proposed by the Governing Circle to select a called minister will be elected by majority vote of the Congregation members attending a duly called Congregational Meeting. Members will reflect the diversity of the Congregation and be mindful of the Congregation's future.

## **VIII. OTHER PROVISIONS**

### **Section 1. Notice**

When required in these Bylaws, notice will be effective when given electronically to all members having electronic addresses on file with the Church and to all other members by regular mail.

### **Section 2. Representing the Church or UUA**

No individual or Church entity may represent the Church or UUA or issue statements or media releases for the Church or UUA unless approved by a vote of the Governing Circle or the Congregation, or by resolution of the UUA.

### **Section 3. Compensation**

Circle members shall receive no compensation for their service but may receive reimbursement for expenditures incurred on behalf of INUUC.

### **Section 4. Dissolution**

Should the INUUC cease to function and the membership vote to disband, all outstanding debts will be paid and the remaining assets, both real and personal, and including all property heretofore and hereinafter donated to said Congregation, will become the property of the Unitarian Universalist Association, 25 Farnsworth Street, Boston, Massachusetts, or its successor, provided such donation is consistent with section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

### **Section 5. Amending Bylaws or Articles of Incorporation**

These Bylaws or the Articles of Incorporation may be altered or amended at any annual meeting or special meeting called for that purpose, pursuant to Article IV. Notice to all members proposing changes to the Bylaws or Articles of Incorporation must be given not less than three weeks prior to the meeting.