

**UNITARIAN UNIVERSALIST CHURCH
OF
CHEYENNE, WYOMING**

BYLAWS

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ARTICLE I

Section 1. We, the members of the Unitarian Universalist Church of Cheyenne, Wyoming, recognize our fellowship and common purpose with the Unitarian Universalist Association of Congregations, and we follow the principles and purposes of that Association. These Bylaws set forth traditional policy which places final authority in the Congregation. This Church shall be a religious, educational and service institution meeting regularly for the study and practice of religion in fellowship and freedom. We unite to provide a living medium of spiritual exchange for the service of each other, our community and humanity. Sharing in love and dignity a cooperative search for truth, we express our basic concept to be the right to a belief unfettered by any prescribed creed.

Section 2. The Mission Statement of this Church is:

THIS IS OUR MISSION

“The mission of this congregation is to create a community of refuge where all have equal worth and are invited into spiritual exploration as a foundation for hope, compassionate service, and action.”

ARTICLE II

DEFINITIONS

As used in the Bylaws, the following definitions shall apply:

Section 1. “Church” means the Unitarian Universalist Church of Cheyenne, presently located at 3005 Thomes Avenue in Cheyenne, Wyoming.

Section 2. “Member” means any person who has attained the age of thirteen (13) years who is in

agreement with the purposes, goals and programs of the Church, signs the Membership Book, and who makes a recorded pledge or contribution annually thereafter and contributes all or part of his/her pledge. The Church, through the Board or its designee, may accept contributions of goods or services in lieu of a financial pledge or contribution.

ARTICLE III

AFFILIATED ORGANIZATIONS

Section 1. This Church shall be a member of the Unitarian Universalist Association of Congregations and the Mountain Desert District of the Unitarian Universalist Association of Congregations. The President shall appoint delegates to attend meetings of these organizations.

Section 2. This Church shall comply with the requirements for membership in the Unitarian Universalist Association of Congregations and with the requirements of the Mountain Desert District of the Unitarian Universalist Association of Congregations.

ARTICLE IV

CONGREGATIONAL MEETINGS

Section 1. The annual business meeting of the Church shall be held in the month of May at a time and place set by the Board of Directors, at which time the Congregation shall elect officers and directors, approve the budget, and take other necessary action. Special business meetings may be called by the Board of Directors or at the written request of twenty-five percent (25%) of the members of the Church.

Section 2. Twenty-five percent (25%) of the members of the Church shall constitute a quorum for a business meeting.

Section 3. Notice of any annual or special business meeting of the Church shall be mailed or given to all members at least fourteen (14) days prior to the meeting.

ARTICLE V

CONGREGATIONAL RESPONSIBILITIES

The Congregation of the Church consisting of its members is the final authority for all actions taken in the name of the Church. Election and dismissal of the Minister(s) shall be by written ballot and shall require a majority vote of the members voting at a business meeting called specifically for that purpose. Two-thirds (2/3) of the members shall constitute a quorum at such meeting, and voting by signed absentee ballot will be permitted as long as the ballot is submitted prior to the vote.

ARTICLE VI
BOARD OF DIRECTORS

Section 1. The Board of Directors (“Board”) of the Church and of the Corporation shall consist of eight members of the Church. The four officers of the Board (President, Vice-President, Secretary, and Treasurer) shall be elected at the annual business meeting of the Church, each for a one year term as a director and officer. Three (3) other members of the board, designated as At-Large Directors, shall be elected by the Congregation at the same business meeting for two-year terms. Their election shall be staggered so that no more than two are elected in any year for full two-year terms. The Immediate Past President of the Board is the eighth member and serves for one year in that capacity.

Section 2. Vacancies on the Board shall be filled by majority vote of the remainder of the Board, and the Director filling a vacancy shall serve until the next annual meeting. The filling of a vacancy of an unexpired term is not a complete term.

Section 3. If the Immediate Past President declines or is unable to serve another year, or when the President serves for two years, that one-year position on the Board normally filled by the Past President shall be filled as above or, if possible, at the annual business meeting by election and the occupant designated as an At-Large Director.

Section 4. No At-Large Director shall serve more than two complete consecutive terms in that capacity. No director shall serve on the Board in any capacity for more than 6 consecutive years. A Director is eligible for re-election or re-appointment to the Board one year from the conclusion of his or her last term.

Section 5. The Board shall meet on a monthly basis at least ten (10) times during the Church fiscal year. The use of proxies is not permitted at Board meetings, and a quorum of the Board shall consist of five (5) Directors.

Section 6. Special meetings of the Board will be held when requested to do so by the President, the Minister(s), or three (3) members of the Board. Notice of special Board meetings, stating date, time and purpose of the meeting shall be given to each Board member. No business except that stated in the notice shall be acted upon, but other matters may be discussed at special Board meetings.

The President of the Board may call special meetings, at which the Board may meet and act by telephone conference or by e-mail so long as the President proposes to conduct the meeting in this manner and there is unanimous approval by all Directors.

Whenever possible, the Board shall give notice to the Congregation of special meetings seven (7) days in advance.

Section 7. A director who fails to attend three (3) consecutive regular Board meetings may be deemed to have resigned and may be removed at the discretion of the Board.

Section 8. On behalf of the Church, the Board shall have general charge of the property of the Church and the conduct of all its business affairs. The Board shall appoint and dismiss all employees of

the Church and set their salaries, except that the election and dismissal of the Minister(s) shall be the responsibility of the Congregation as set forth in Article V.

Section 9. The Board may authorize expenditures exceeding the budget to the extent of not more than six percent (6%) of the total annual budget as periodically adjusted in light of actual income. Any expenditure in excess of this limitation shall be approved by a majority of those present and voting at a Congregational meeting duly called for that purpose.

Section 10. The Board is authorized to receive, on behalf of the Church, any gift, bequest or fund contributed for the support of the Church, as a memorial for any individual or otherwise.

Such gifts or funds may be added to the unrestricted reserves of the Church by designation of the Board unless the funds have been specifically designated or restricted to another purpose. If so restricted, the Board will direct the Treasurer to account for such funds separately, until they have been expended for the purpose designated, for a period not to exceed one year from date of gift. Any funds remaining after a designated project has been completed or after the expiration of one year may be released by the Board to the unrestricted reserves of the Church.

In the event a donor wishes to designate a gift, devise, or bequest for a specific use which would extend for a period of more than one year, arrangements to assure that the gift, devise or bequest is applied to its designated purpose shall be made by the donor, if feasible, prior to acceptance by the Church. Such arrangement could be in the form of a trust, endowment foundation or another similar method which would relieve the Church Treasurer of any obligation to correctly apply the said funds.

ARTICLE VII

OFFICERS

Section 1. All officers shall hold office for one (1) year and until their successors have been elected. Persons elected at the annual business meeting shall take office on July 1. Only the Secretary and Treasurer may hold the same office for more than two (2) consecutive terms. Generally, the Vice-President will progress to the office of President at the end of the President's term.

Section 2. The duties of the officers are as follows:

- A) The PRESIDENT shall serve as chair of the Board, preside at all business meetings of the Congregation, and represent the Church on all appropriate occasions. He/She shall appoint the Leadership Development Team in consultation with the Minister and the Board, and shall perform such other duties as usually pertain to the office.
- B) The VICE PRESIDENT shall act in the absence of or at the request of the President, at which time he/she shall have all powers and functions applicable to the President.

The Vice President shall serve as liaison of the Leadership Development Team. In addition, the Vice President shall perform such functions and duties as may be prescribed and directed by the Board.

- C) The SECRETARY shall keep minutes of Board and congregational meetings. He/She shall post on the Church bulletin board a copy of the minutes of all Board meetings. All records of the Secretary shall remain the property of the Church. He/She shall be responsible for notifying the membership of the Congregational meetings.
- D) The TREASURER shall serve as a member of the Church Finance Committee and shall receive, safely keep and account for all money entrusted to his/her care, and shall distribute the same under the direction and to the satisfaction of the Board. He/She shall be responsible for assuring the following records are kept:
 - (1) A list of contributors to the Church.
 - (2) A complete accounting of the financial records of the Church. Such records shall remain the property of the Church and shall be open to inspection by any member.
 - (3) The annual financial report of the Church, which shall be reviewed by the Financial Review Committee

He/She shall be responsible for assuring that the following tasks are completed:

- (1) Assist in the preparation of a budget proposal for the Board each spring, prior to the beginning of the fiscal year, as directed by the Board.
- (2) Prepare and present a budget report for the Church's annual meeting.
- (3) Prepare a Treasurer's report for each meeting of the Board, which includes current information regarding expenditures, income, account balances, and the status of income and expenditures as related to the Church budget.
- (4) Assist staff whose responsibility it is to collect funds, pay bills, keep records, maintain insurance policies and file the necessary local, state and federal reports, and assure the tasks are being performed.
- (5) Prepare necessary reports and other information which will assist with the Stewardship Campaign.

ARTICLE VIII

COMMITTEES

Section 1. The Board officers shall serve as the Executive Committee of the Church. Three (3) officers shall constitute a quorum. Minutes shall be presented to and reviewed by the Board. The Executive Committee shall be responsible for the conduct of the affairs of the Church between meetings of the Board. In addition, the Board may delegate other duties to the Executive Committee.

Section 2. The Standing Committees of the Church with oversight by the board are:

- A) **BUILDING AND GROUNDS.** This committee is responsible for maintenance and improvement of church grounds, structures and equipment.
- B) **FINANCE.** The Finance Committee is responsible for all financial matters concerning the Church. It shall:
 - (1) Assist in the preparation of the annual proposed budget;
 - (2) Review and make recommendations regarding long-term needs and directions for the Church's financial condition;
 - (3) Provide suggestions and assistance to the Treasurer regarding the administration of the Church budget;
 - (4) Review and make recommendations regarding non-budgeted expenditures;
 - (5) Provide an annual review of the Church's financial status and records, and arrange for an audit as necessary;
 - (6) Handle routine financial transactions in the Treasurer's absence, such as collecting and depositing regular contributions, etc.;
 - (7) Meet at least quarterly and submit an annual report to the Board;
 - (8) Work jointly with the Board to implement the stewardship campaign.
- C) **MEMBERSHIP.** The Membership Committee is responsible for the enrollment of new members. Together with the Minister(s), it shall schedule "New to UU" courses at least twice during the Church year. It is responsible for the maintenance of the Membership Book and shall keep it current. It shall provide for the registration of visitors and guests, and shall follow up to interest them in becoming members. This committee shall assist in integrating new members into the UUCC religious community. It shall oversee maintenance of a current roster of members and friends.
- D) **RELIGIOUS EDUCATION.** The Religious Education Committee is responsible for the philosophy, content and implementation of the education programs for the church's youth.

Section 3. **COMMITTEE ON SHARED MINISTRY (CoSM).** This committee is responsible for strengthening the quality of total ministry for the Congregation realizing that the ministry of the church is shared and accomplished by lay leaders, members, friends and the professional staff working together. The Committee on Shared Ministry is not a Board committee, but a Congregational Committee. It shall consist of six (6) members; the Minister and five (5) members of the Congregation who serve staggered terms of two (2) years each. No more than three (3) terms may be served consecutively. A Chair shall be selected by the members of the committee each year. The Chair shall be responsible for preparation of an agenda for all meetings. A member who fails to attend three (3) consecutive regular committee meetings may be deemed to have resigned and may be removed at the discretion of the Committee on Shared Ministry. Vacancies on the Committee on Shared Ministry shall be filled by majority vote of the remainder of the CoSM, and the member filling a vacancy shall serve until the next annual meeting. The filling of a vacancy of an unexpired term is not a complete term and shall be considered a vacancy to be filled at the next annual meeting.

The Committee will:

- A) **ASSESS:** At regular intervals and at least every two years, the Committee will develop methods of gathering congregational input and assessing the effectiveness and quality of the total ministry of the church. This planned assessment shall include the shared ministry functions of the Board, staff, committees, congregation and the services of the Minister(s).
- B) **COMMUNICATE:** The Committee will facilitate effective communication between various parts of the church related to the concerns, visions, and wishes of members, staff, Board, committees and the Minister(s). The Committee shall sponsor a minimum of two (2) meetings of the Congregation per year to assess and establish the agenda for shared ministry.
- C) **SUPPORT AND NURTURE:** The CoSM shall meet with members proposing ministry and outreach projects to assist them in defining, planning and budgeting to be consistent with the wishes of the Congregation. The CoSM shall make timely decisions when urgent action is needed and foster collaboration with appropriate ministry teams.
- D) **RECOMMEND:** The Committee will report to the Board, Minister(s), staff and congregation as to strengths and weaknesses of the total ministry of the church and will suggest possible options for improving the quality of this ministry.

Section 4. **MINISTERIAL SEARCH COMMITTEE.** This committee, when needed, shall be elected by the Congregation. Rules and procedures concerning the committee's composition and operation shall be approved by the Congregation at a meeting called for this purpose.

Section 5. **LEADERSHIP DEVELOPMENT TEAM.** A Leadership Development Team of four (4) members shall foster leadership development in the congregation. This responsibility includes recommending people for leadership training and development. The Leadership Development Team shall present nominations at the annual business meeting for the following offices: President; Vice President; Secretary; Treasurer; one (1) or two (2) At-Large Directors, depending on the year; and two (2) or three (3) members of the Committee on Shared Ministry, depending on the year. In the event that a Vice President or President is unavailable to serve the next year (as President or Past President), the Leadership Development Team will nominate a President or Past President, in order to maintain full membership on the Board. The Leadership Development Team shall be responsible for making recommendations to the Board regarding appointments to various leadership and volunteer positions in the church. Members appointed to the Leadership Development Team shall serve two-year terms.

Section 6. **FINANCIAL REVIEW COMMITTEE.** No later than June 15 of each year, the President shall appoint three (3) members to serve on the Financial Review Committee. This committee shall review the Church's financial records within ninety (90) days of the end of the fiscal year and make a report to the Finance Committee and the Board of Directors.

Section 7. **INVESTMENT COMMITTEE.** An Investment Committee, whose purpose, governance, and operational procedures shall be defined by special resolution adopted by the congregation, shall be established.

Section 8. The Board may create other committees as needed.

ARTICLE IX
MISCELLANEOUS

Section 1. Amendments to the Articles of Incorporation or to these Bylaws may be made at a duly called Congregational meeting, and voted upon, affirmatively by at least two-thirds (2/3) of those present and voting. The content of the amendment shall be publicized (see ARTICLE IV, Section 3.).

Section 2. Robert's Rules of Order shall govern Board, Congregational, and committee meetings of this Church.

Section 3. At any meeting of the Board or any Congregational meeting, where the sale, encumbrance or acquisition by the Church of real property is to be transacted, notice shall be given at least thirty (30) days prior to the meeting. Two-thirds (2/3) of the members shall constitute a quorum at the meeting. Any action requiring the sale, encumbrance or acquisition by the Church of real property shall require a two-thirds (2/3) affirmative vote of the members present and voting at a Congregational meeting called for that purpose. Calling a special business meeting requires publication of the subject to the Congregation.

Section 4. The Membership Committee will review and update the roster every year and present it to the Board for approval at the January Board meeting. Members who have not been in attendance or who have moved from Cheyenne will be asked whether they wish to continue their membership. Members who are deceased, have moved from Cheyenne and left no forwarding address, or cannot otherwise be located will be removed from the membership roster. Reasonable efforts will be made to secure a member's resignation in writing.

Section 5. The Fiscal Year of the Church shall begin July 1 and end June 30.