

# Bylaws



**Peoples Church**

Unitarian Universalist

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## **Peoples Church Unitarian Universalist Bylaws**

May '77, May '79, May '82, May '88, May '90, May '92, May '96, Jan '97, May '98 & May '99, May '03, Feb '04, May '07, Mar '09, May '10, Dec '13, May '14, May '15

## **MISSION STATEMENT**

Leading compassionate lives through spiritual growth and just action.

(Adopted by Congregational Vote in December 2017.)

### **I. NAME**

1. The name of this religious organization shall be The Peoples Church. In all public use the name of the church shall be displayed as: Peoples Church Unitarian Universalist.
2. The Peoples Church of Cedar Rapids is a fellowship of seekers after truth, bound by no dogma, restricted by no creed.
3. The purpose of this community is to bring religious liberals into closer acquaintance and cooperation. Relying upon reason as our guide, and upon freedom as our method, we seek to grow in understanding of ourselves and of our world and to promote and serve the universal human family.
4. Our underlying convictions are: that religious and scientific truth can be compatible, that the democratic process should guide all human relations, and that each individual has an inherent dignity and the right to freedom of belief unfettered by any prescribed creed. It is further the purpose of this association, through group study, service, work, and recreation, to foster liberal religious attitudes and living, development of character, and enrichment of spirit.

### **II. DENOMINATIONAL AFFILIATION**

The society shall be a member of the Unitarian Universalist Association and of its regional organization.

### **III. COVENANT OF RIGHT RELATIONS**

There shall be a Peoples Church Covenant of Right Relations, approved by majority vote of the membership and signed by all members and staff defining how the members and staff agree to treat each other individually and as a congregation. The Covenant of Right Relations shall be a living document and may be changed or amended. All proposed changes or amendments must be approved by majority vote of the membership at a meeting where notice has been given in accordance with

Article IV. Any existing Covenant of Right Relations in effect at the adoption of this article will remain in effect until changed under these provisions.

## **IV. MEMBERSHIP**

1. Membership in Peoples Church is a privilege open to any person over the age of 16 in accord with UU Principles and the Peoples Church Covenant of Right Relations.
2. A membership policy shall be published further outlining the process of becoming a member and the privileges and responsibilities thereof. Other categories of participation such as Friend of Peoples Church will also be defined in the membership policy. The Membership Policy shall also define processes for enforcement of the Covenant of Right Relations.
3. The right to make motions, second motions and vote at membership meetings shall be reserved for members in good standing as defined in the Membership Policy.
4. A member may withdraw from membership by giving written notice to the church administrator, a board officer, or the minister.
5. All persons who are currently members of Peoples Church on the date of the adoption of these Bylaws and all additional persons who are thereafter accepted as members shall constitute the membership of Peoples Church.

## **V. MEETINGS**

1. Biannual Congregational Meetings of the Church shall be held each year on the third (3<sup>rd</sup>) weekend of May and the first (1<sup>st</sup>) weekend of December at such times and place as shall be fixed by the Board of Trustees. For legal purposes, the Annual Meeting of the congregation is defined as the May meeting set forth in this article. Notice of these meetings shall be given at least 14 full days in advance of the meeting. Such notice shall be in writing and shall be sent by mail to each member carried on the church rolls at the address shown thereon, or at such different or correct address of which the board secretary has actual knowledge. Such notice shall be deposited in the United States mail at Cedar Rapids, Iowa 14 full days prior to the date of the meeting. A statement of the purpose and business to be taken up at the meeting shall be contained in the notice thereof.
2. Any and all business of every kind or character may be transacted at the Biannual Meetings regardless of whether the proposal is set forth in the notice thereof except that no article or bylaw can be adopted, amended, or repealed unless the subject matter thereof and the proposed action have been set forth in the notice of said meeting, and except that the termination of the minister's contract may

not be voted on at the meeting unless set forth in the notice of said meeting. The same notice requirements for article or bylaw changes also apply to changes or amendments to the Covenant of Right Relations.

3. Special Congregational Meetings of the membership may be called by the president, or by any three (3) members of the board of trustees, or by petition of any twenty-five (25) members. Such call shall be in writing and written notice of such meetings shall be in the same manner as govern the Biannual Congregational Meetings. No other matter may be considered except that listed in the notice.
4. A quorum for any Biannual or Special Congregational Meeting shall exist if no less than twenty percent (20%) of the members having a right to vote as shown by the Church records are present in person or by proxy. All issues shall be resolved by a majority vote of those in person or by proxy unless the Articles of Incorporation or these Bylaws provide a contrary rule.
5. No absentee ballot may be employed, but a member may issue a general or limited proxy and attendance and voting by proxy shall be permitted at Biannual or Special Congregational Meetings. No person shall be entitled to vote more than one (1) proxy, and proxies shall be in writing and filed with the secretary before being exercised.
6. Friends of the church shall be welcomed at all meetings and shall be given the courtesy of the floor, but may not make or second motions or vote.

## **VI. TRUSTEES**

### **1. Election**

- 1.1. The Board of Trustees shall consist of five (5) Trustees elected for staggered two (2) year renewable terms, plus the President, elected by the congregation separately from the trustees for a renewable term of one (1) year, for a total Board of Trustees membership of six (6) persons. The election of board members and president shall take place at the Annual Meeting. The newly elected Board members shall replace outgoing Trustees, and the Board thus constituted shall take up their duties as of that date.
- 1.2. To be nominated and elected as a Trustee, a person must be a member in good standing. To be nominated and elected as President, a person is required be a member in good standing and to have had at least one year of previous service on the Board of Trustees.
- 1.3. Re-election: The President can be re-elected to additional one (1) year terms up to three (3) times by the congregation. After serving the fourth (4<sup>th</sup>) consecutive term as President, that individual may not be re- elected to the position until elections at the next Annual Meeting. Board members may be elected to one additional consecutive term of 2 years. After serving a second (2<sup>nd</sup>) consecutive

term as Trustee, that individual may not be re-elected to the position until elections at the next Annual Meeting.

- 1.4. Nominations for President and/or Trustees may come from the floor at the Annual Meeting.

## **2. Vacancy**

If a member of the Board of Trustees resigns from the Board or is unable to fulfill his/her term, the vacancy can be addressed in one of two ways: 1) The President of the Board will nominate a candidate to serve the remainder of the vacated term; the Board must approve the nomination by a majority vote at a meeting of the remaining Trustees. 2) The vacancy may remain unfilled until the next regularly scheduled election.

## **3. Responsibilities**

- 1.5. The Board of Trustees shall have authority to commit the Church Corporation to expenditures for all items in the annual budget that has been approved by the congregation. The Board of Trustees has the responsibility to develop and maintain a five-year plan for Peoples Church that will be presented to the congregation at least annually. The Board has the authority to write and enforce policies for the smooth operation of the church. The Board is required to keep an accurate record of the transactions of all business meetings of the membership and Board of Trustees. The Board also collects the names of all members wishing to run for the Nominating Committee, recruiting candidates if need be.

- 1.6. The Board of Trustees shall also serve as the Board of Directors of the church corporation, known and registered with the Iowa Secretary of State as the The Peoples Church and shall have the rights, powers, duties, and responsibilities of directors of the corporation. Meetings of the Board of Trustees shall for purposes of the church corporation be regarded as meetings of the Board of Directors. The Board of Directors has the authority to resolve any matter or situation not otherwise covered in these by laws or existing policy.

## **4. Meetings**

The Board of Trustees shall meet once per month or more frequently as called by the President or Vice-President. A quorum consisting of not less than three (3) of the elected Board members is required before business can be conducted at these meetings.

## **5. Limited authority of the Board of Trustees to purchase or spend**

The Board of Trustees shall have authority to spend up to but not in excess of twenty-five (25%) percent of the approved budget provisions for any given year on projects other than those covered in said budget. In the event said Board proposes to make expenditures in excess of said 25% for any plan, program, or project, including capital expenditures for improvements to the present church plant or the acquisition of other

property, then and in such event the said Board shall submit said proposals to the membership of the Church for its authorization or meeting. It shall require an affirmative vote of special meeting to authorize the proposed expenditure. Otherwise, the proposal or proposals of the Board of Trustees shall stand rejected.

#### **6. Covenant of Board Participation**

The Board shall enact a Covenant of Board Participation outlining the Board's expectations for attendance, load sharing, voting, acting as a team and other matters.

## **VII. CHURCH OFFICERS**

### **1. President**

The President is automatically chair of the Board, presides at all business meeting of membership and the Board, is an ex-officio member of all committees except the Nominating Committee and the Committee on Ministry and represents the Church on all appropriate occasions. The President shall not be a voting member on motions before the Board unless there is a tie vote.

### **2. Vice-President**

The Board shall choose from among its members a Vice President who acts as President during the absence of the President, and performs such other duties as may be prescribed.

### **3. Secretary**

The Board shall choose from among its members a Secretary shall keep an accurate record of the transactions of all business meetings of the membership and Board of Trustees, act as Registrar for congregational meetings, take responsibility for posting notice and notifying the membership by mail of all meetings and affairs to be voted on, and perform such other duties as may be prescribed.

### **4. Treasurer**

The Board of Trustees shall appoint a Treasurer of the Church from the membership of the Congregation, including the membership of the Board of Trustees. The Treasurer, unless appointed from the Board of Trustees, the Treasurer does not have a vote at Board Meetings. It shall be the duty of the Treasurer, in conjunction and cooperation with the Finance Committee, to oversee all funds under the orders and directions of the Board of Trustees. Responsibility for oversight of church income including pledges may be delegated to a Pledge Treasurer with approval of the Board of Trustees. The Treasurer, or contracted agent as approved by the Board of Trustees, shall keep a complete account of the finances of the Church on books which shall remain the property of the Church and which shall be open for inspection at any time to the officers or trustees. The Treasurer shall render a current statement at each regular meeting of the Board and of the Church. The Pledge Treasurer shall furnish quarterly statements of pledge status to the membership. The Treasurer's annual

statement for the fiscal year shall be reviewed by the Finance Committee and the Board of Trustees.

## **VIII. THE MINISTER**

### **1. Vacancy**

In the event of a vacancy, a Ministerial Search Committee of seven (7) members shall be elected by the members of the congregation at the meeting called to act upon the minister's resignation, or at a subsequent meeting for that purpose. The Board of Trustees shall direct the Nominating Committee to bring in a slate of nominees. Other nominations may be made from the floor. It will be the Ministerial Search Committee's responsibility to recommend a candidate for a new settled minister according to UUA guidelines and procedures. The Board of Trustees shall advise said committee of the compensation it may offer a candidate for settled minister.

### **2. Approval of Candidate**

The recommended candidate for settled minister must be approved by a ninety-five percent (95%) or more vote of the membership at a meeting held for the purpose of calling a minister. For the purpose of calling a minister a quorum of forty percent (40%) of the membership must be present in person or by proxy.

### **3. Tenure**

The minister shall be considered to have indefinite tenure.

### **4. Dismissal**

To dismiss a minister, a meeting shall be called with a 40% quorum and a 75% or more vote to dismiss. In the event of dismissal, the minister's compensation shall be continued for not less than three months subsequent to the month in which such vote is taken.

### **5. Interim**

An Interim Minister may be hired and utilized during the Ministerial Search Process in accordance with UUA Guidelines applicable to the Ministerial Search Process.

Resignation: The minister shall give three months notice when tendering resignation, unless a shorter period is mutually arranged.

### **6. Committee Membership**

The minister shall serve as ex-officio member of all committees except the Nominating Committee and the Search Committee.



## **IX. OTHER EMPLOYEES**

The Minister shall have the power to hire, supervise, and terminate any and all employees (other than a called Minister) in accordance with Peoples Church policies.

## **X. DISSOLUTION**

Should this society cease to function and the membership vote to do so, any assets of the society will be transferred to the Unitarian Universalist Association for its general purposes, this transfer to be made in full compliance with whatever laws are applicable.

## **XI. COMMITTEES AND OTHER GROUPS**

### **1. Nominating Committee**

- 1.1. The Nominating Committee consists of 3-5 members in good standing, elected by the congregation at the Annual Meeting to serve one-year, renewable terms. One member is a Board representative; the others are members-at-large. Any member in good standing may nominate herself or himself; others may be nominated by another member of the church or by the Board. Nominations may be made from the floor.
- 1.2. Vacancy: If a member-at-large of the Nominating Committee cannot serve out his/her term, the vacancy need not be filled but may be filled by appointment by the Board. If the Board representative of the Nominating Committee cannot serve out his/her term, the Board of Trustees will appoint a replacement.
- 1.3. Responsibilities: The Nominating Committee shall recruit and select qualified nominees for the Board positions whose terms will expire at the end of the year. At least as many candidates shall be put forth as there are positions to fill. Nominations shall be accepted from the floor. The Nominating Committee shall also work with the Board throughout the year to identify and develop opportunities for leadership development within the congregation.

### **2. Standing Committees**

The Board may create standing committees as necessary to sustain essential church functions. Standing committees may also advise the Board on policy within the committee's sphere of influence. The duties of standing committees are defined by the Board and these committees are responsible to the Board for carrying them out. The Board shall define and record administrative procedures pertaining to standing committees along with the purpose and duties of each in the Committee Description Document.

### **3. Special Board Committees**

In addition to standing committees, the Board may form special committees or task forces for the purpose of working on particular problems or issues within the church.

## **XII. ENDOWMENT FUND**

### **1. Prior Resolutions or Bylaws**

All prior resolutions or by-laws on the subject of an Endowment Fund for the Peoples Church are hereby repealed.

### **2. Endowment Established**

The church shall have a separate Endowment to assure the long-range financial future of the church, to help the church manage and survive financial emergencies, and to be used to further the needs and mission of the church.

### **3. Reports**

The Treasurer and Finance Committee are responsible for reviewing financial statements pertaining to the Endowment Fund(s) and the Treasurer shall include the Endowment balance and proceeds in regular financial reports to the Board and the Congregation.

### **4. Expenditure of Income**

Because it is not possible to foresee future financial priorities, the Board of Trustees of the Peoples Church annually will decide how income from the Endowment Fund(s) is to be used and expended. Such use and expenditure may be for operating expenses, for capital expenses or for other purposes in the judgment of the Board of Trustees.

### **5. Bequests**

All members of the congregation are encouraged to consider leaving a bequest to the Endowment Fund(s) in their wills. Nothing in this bylaw shall prevent anyone from making a contribution to the Endowment Fund(s), through their will or otherwise, with assets to be managed and invested as a part of the Endowment(s). These contributions may be designated for a special use or purpose proposed by the donor, provided such special purpose is approved by the Board of Trustees at the time of the contribution to the Endowment Fund(s). In such an event, an attempt shall be made to spend or use the income from such portion of the Endowment Fund(s) in furtherance of the special use or purpose proposed by the donor.

### **6. Undesignated Funds**

Funds received by the church not designated for inclusion in the Endowment may, at the discretion of the Board of Trustees, be transferred to the Endowment Fund(s).

## **Notes on amendments to the bylaws**

May 2007: Changed the ex-officio status of the Minister to include the finance committee. Board President: Bryan Davis.

March 2009: Changed the board to 9 members with 3-year terms and the Nominating Committee to be elected by the congregation. Rewrote the Committee on Ministry and included into it the DRE Relations Committee. Board President: Susan Elliott-Bryan.

May 16, 2010: The Congregation of Peoples Church voted to approve the Board of Trustees suggested changes to the By-Laws as follows: The Board of Trustees of PCUU shall also serve as the Board of Directors of the church corporation, known and registered with the Iowa Secretary of State as the Peoples Church and shall have the rights, powers, duties, and responsibilities of directors of the corporation. Meetings of the Board of Trustees shall for purposes of the church corporation be regarded as meetings of the Board of Directors.

The following change to the By-Laws, after discussion, was approved.

The Minister shall have the power to employ, supervise, and terminate any and all employees (other than a called Minister) with the advice and consent of the Board. The congregation approved to append the Articles of Incorporation to the By-Laws. Board President: Mary Huneke (outgoing)

May 15, 2015: General revision, updating and reformatting of the bylaws to be consistent with current or best practice. Addition of article III. Covenant of Right Relations. Board President: Bryan Davis