

**BY-LAWS  
of the  
FIRST UNITARIAN-UNIVERSALIST CHURCH  
Detroit, Michigan**

Originally Established September 28, 1979  
As amended January 17, 1981; June 14, 1981; January 16, 1982; April 1983;  
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**Article I — Mission Statement**

We strive to be an expanding transformative community whose mission is to liberate truth, radiate kindness and love courageously.

**Article II — Affiliation**

The Church shall be a member of the Unitarian Universalist Association of Congregations and the MidAmerica Region or their successors.

**Article III —Membership**

**Section 1.** Membership is open to all interested persons who: are at least sixteen (16) years old; sign the membership book; make a monetary pledge of support and/or make a financial contribution of record. We welcome all who are in general agreement with Unitarian Universalist principles and purposes. No test of belief shall be imposed as a condition of membership.

**Section 2.** We also strive to foster a climate of purposeful inclusion of all people. We value the diversity of racial and cultural identity and background, nationality, sexual and affectional orientation, gender identity and its expression, religious background and belief,

marital status, family structure, age, mental and physical health and ability, political perspective, and educational class and status.

**Section 3.** Sixty (60) days after signing the book and making a pledge of support with a contribution of record, membership conveys the right to: vote at any congregational meeting; be elected as a member of the Board of Trustees or officer of the Church; vote as a member of committees; and be elected to represent First Unitarian-Universalist Church at the Unitarian Universalist Association General Assembly and regional and/or district assemblies.

**Section 4.** A member will be sent an inquiry regarding a desire to maintain membership when that person has not made a contribution of record during the present or prior fiscal year. If an exemption is not requested, that person will be removed from the membership list.

#### **Article IV — Services and Meetings**

**Section 1.** Public services for worship shall be conducted on each Sunday of the year except as otherwise determined by the Board of Trustees. The Board of Trustees shall decide upon other public worship services.

**Section 2.** Meetings of the Congregation:

- A. The Annual Meeting of the Congregation shall be held each year in the month of May with time and place set by the Board of Trustees. The voting membership shall elect a President, Vice-President, and at least two (2) but not more than four (4) Trustees-at-Large and all other elected positions as provided by the By-Laws. The voting membership shall approve a budget for the next fiscal year, receive committee reports, and consider other matters as appropriate or necessary as determined by the Board.
- B. A mid-year meeting may be called in December to receive information from and provide input to the Board.
- C. Special meetings of the Congregation may be called by the Board of Trustees or by the President upon written request of twenty-five (25) Voting Members of the Congregation.
- D. Notice of the time and place of all congregational meetings shall be read from the pulpit on the two (2) Sundays immediately preceding the Sunday of the meeting and shall be published in the Church Newsletter mailed and/or e-mailed to the last known address of each member thirty (30) days prior to the meeting. The slate proposed by the Nominating Committee and a list of any agenda items requiring a vote shall be included in the Call of the Meeting. The notice of all special meetings shall state the purpose thereof.
- E. Thirty-five (35%) percent of Voting Members shall constitute a quorum and a majority of those eligible to vote shall govern, unless otherwise stipulated in the By-Laws.

- F. At any meeting called for the following purposes, a vote of three quarters (3/4) of the quorum present shall be required to:
  - (i) Take any action regarding the title of the real estate owned by this Church;
  - (ii) Subject to Article X, amend the Constitution or By-Laws.
- G. All meetings shall be governed by Robert's Rules of Order (Revised).

## **Article V — The Board of Trustees**

**Section 1.** The Board of Trustees shall establish policies for the governance of the Church and conduct the business and financial affairs of the Church and shall be the general governing body of the Church. The following shall be a non-inclusive list of the duties of the Trustees:

- A. Have custody of all its property, real, personal or mixed.
- B. Have authority to employ and supervise staff in the absence of a Settled Minister. Hiring of Employees shall be based on their qualifications without regard to potential discriminatory practices as outlined for members.
- C. Prepare the annual budget of the Church for submission at each Annual Meeting. The fiscal year of the Church shall be July 1 to June 30 of the following calendar year.
- D. Keep a permanent record of its proceedings and make it available to the congregation.

**Section 2.** The Board of Trustees shall consist of the President, Vice-President, Secretary, Treasurer, Immediate Past President and at least two but not more than four (4) Trustees-at-Large. Two Trustees are elected at each Annual Congregational Meeting for two (2) year terms. Each Trustee may run for an additional term. The President, with the consent of the Board, shall appoint a person to complete the term for any position that is vacated before its expiration. The President and Vice-President are elected for one (1) year terms and may serve for two (2) consecutive terms. The Secretary and Treasurer are appointed by the Board from members in good standing and serve at the pleasure of the Board without automatic term limits; these two positions will not have board voting rights. The Immediate Past President remains in office until a new President is elected.

**Section 3.** Regular meetings of the Board of Trustees shall be held monthly at least six (6) months each year. Special meetings may be called by the President or by three (3) Officers/Trustees upon three (3) days written or verbal notice to each member of the Board. Four (4) Trustees constitute a quorum and a majority of those present shall decide all questions, the votes being recorded at the request of any members.

**Section 4.** The Board of Trustees must approve all decisions to hire and fire paid staff.

## Article VI — The Minister

**Section 1.** The Minister shall perform such duties as are usual and customary, such as worship service, and other duties as may be prescribed by the Board of Trustees.

**Section 2.** To initiate a search for a new Minister, a Ministerial Search Committee of seven (7) to nine (9) members shall be appointed by the Board of Trustees. The Minister shall be called when the Ministerial Search Committee, after informing the Board of Trustees, recommends a candidate and the Congregation approves by at least a four-fifths (4/5) vote of the quorum at a duly called Congregational Meeting under Article IV, Section 2(E).

**Section 3.** The Minister shall be an *ex-officio* member, without a vote, of the Board of Trustees and of all standing committees.

**Section 4.** In matters of grievance, retention, and performance of the Minister, recommendations of the Unitarian Universalist Association and the Unitarian Universalist Ministers Association can be invoked to resolve such matters. Upon two-thirds (2/3) vote of the Board of Trustees, signifying irremediable breakdown of relations between the Minister and the Board of Trustees, it may be recommended to the Minister that he or she shall resign. If the Minister chooses not to resign, the request for resignation must be reported to the congregation within thirty (30) days.

**Section 5.** The Minister may be dismissed by three-quarters (3/4) majority of the members of the Congregation present at a meeting duly called for that purpose.

**Section 6.** A called Minister, in consultation with the Board of Trustees, will select three (3) members to serve on the Committee on Ministry.

**Section 7.** The Settled Minister, and in lieu of a Minister, the Board, shall supervise all paid staff and have the authority to hire and fire paid staff with Board of Trustees' approval.

**Section 8.** The Minister shall have the freedom to express personal views in and out of the pulpit.

## Article VII — Duties of Officers

**Section 1.** The President is the presiding officer of the Church and Board of Trustees and manages activities not otherwise assigned.

**Section 2.** The Vice-President shall act as President in the absence or incapacity of the President to serve. If the President resigns, the Vice-President assumes the Presidency. The Board of Trustees shall appoint a Vice-President to serve until the next Annual Congregational Meeting.

**Section 3.** The Secretary shall keep accurate records of all meetings of the Church and Board of Trustees; give notice of meetings; maintain a list of all Members; and have custody of all records, including the list of Voting Members.

**Section 4.** The Treasurer shall furnish such bond as the Board of Trustees may direct; keep permanent records of financial affairs; and report on these at each Board of Trustees Meeting and at the Annual Congregational Meeting.

### **Article VIII — Committees**

**Section 1.** The Board of Trustees may establish additional committees as deemed necessary to execute the work of the Church.

**Section 2.** The Standing Committees of the Church and their responsibilities shall be:

**A. Executive Committee:**

- (i) The Board of Trustees may appoint an Executive Committee composed of three (3) Trustees: the President, the Vice-President, and the Immediate Past President.
- (ii) Executive Committee shall, unless limited in a resolution of the Board, have and may exercise all the authority of the Board of Trustees in the management of the business and affairs of the Church between meetings of the Board of Trustees. A summary report of the business conducted by the Executive Committee shall be promptly sent to all members of the Board.
- (iii) If an issue arises which is divisive within the Congregation and cannot be resolved by the Board of Trustees, the Executive Committee shall appoint a Resolution Task Force consisting of three (3) members (two (2) of whom shall have served previously as officers) to review, resolve and/or report their findings to the Congregation.

**B. The Nominating Committee shall:**

- (i) Consist of five (5) members to be elected by the Congregation at the Annual Congregational Meeting;
- (ii) The committee shall elect a committee Chair;
- (iii) Nominate candidates for President, Vice-President, Trustees, Delegates to the Unitarian Universalist Association General Assembly and MidAmerica Regional Assembly, and the Nominating Committee, with at least three (3) nominees of the Nominating Committee having served in elective office;
- (iv) Nominate members of a Ministerial Search Committee at the direction of the Board of Trustees;
- (v) Recognize that all nominations require the consent of the nominees (given to the Nominating Committee or to the Congregation at the Annual Meeting).

### **Article IX — Indemnification**

The Church shall indemnify any person who is or was an employee, member of the Congregation, member of the Board of Trustees, or volunteer of the Church against any liability asserted against such person and incurred in the course and scope of his or her duties of official functions within the Church to the maximum extent allowed by law, provided that the person acted in good faith and did not engage in an act or omission that was intentional, willfully or wantonly negligent, or done with conscious indifference or reckless disregard for the safety of others. The provisions of this Article shall not be deemed exclusive of any other rights to which such person may be entitled under any by-law, agreement, insurance policy, vote of members, or otherwise.

### **Article X — Amendments**

These By-Laws may be amended at an Annual Congregational Meeting or any Congregational meeting of the Church called for that purpose, provided that notice of the proposed amendments has been given in the call of the meeting, and that the quorum and voting requirements specified in these By-Laws are met.