

Unitarian Congregation of Taos

BY-LAWS

Amended 02/03/2019

Revised 01/31/2021

1. Name

The name of this religious Congregation shall be The Unitarian Congregation of Taos.

2. Purpose

The purpose of this Congregation is to organize as a religious community which has at its heart these beliefs: a commitment to accept one another and encourage each other's spiritual growth; a recognition of the inherent worth and dignity of every person; a belief in the need for justice, equity and compassion in human relations; a commitment to a free and responsible search for truth and meaning; acceptance of the right of conscience and the use of the democratic process within our congregation; a desire to further the goal of world community with peace, liberty, and justice for all; and a deep and abiding respect for the interdependent web of all existence of which we are a part.

3. Congregational Affiliation with the Unitarian Universalist Association

This Congregation shall be affiliated with the Pacific Western Region of the Unitarian Universalist Association.

4. Nondiscrimination Clause

This congregation affirms and promotes the full participation of persons in all our activities and endeavors, including membership, programming, hiring practices, and the calling of religious professionals, without regard to race, color, gender, physical or mental challenge, affectional or sexual orientation, class, or national origin.

5. Membership

A member is any person who is in general sympathy with the purposes, goals, and programs of the Congregation, who makes an annual pledge or contribution of record, whether financial or in-kind (defined as a gift of value, large or small to the congregation), who signs the membership book, and has remitted all or part of their current pledge, if applicable.

A Voting Member is any Member who has attained the age of sixteen (16) years and has been a Member of the Church for at least thirty (30) days. Only Voting Members may vote at congregational meetings.

A Pledging Friend is any person who is in general sympathy with the purposes, goals, and programs of the Church, and who makes a pledge or contribution of record thereto, but who chooses not to sign the membership book.

An inactive member is one who has not participated, nor contributed services or funds, during the current and two preceding church years.

6. Annual and/or Regular Meetings

The Congregation will hold regular meetings at the time or times established by the Board of Trustees, provided that at least one meeting of the Congregation will be held annually during the first quarter of the calendar year. The agenda for regular meetings will be set by the President of the Congregation.

Quorum

Twenty (20) percent of the membership shall constitute a quorum with respect to all congregational meetings.

Special Congregational Meetings

Except as otherwise provided in these bylaws, Special Congregational Meetings shall be called by the Board whenever deemed necessary by the Board, or by written request stating the specific purposes of the Meeting, signed by at least ten percent (10%) of the Voting Members, and delivered to any member of the Board. No other business may be transacted at such a meeting.

Method of Notification

The call for all Congregational Meetings shall be made by mailing a notice to all members at their last known address at least ten, and not more than sixty, days before the meeting. The notice may also be given by email. The call shall include a copy of the proposed agenda.

Voting

A simple majority of those votes cast shall be sufficient to either approve or disapprove matters submitted for determination by vote, except for those votes taken relating to the election of a full-time or part-time Minister as described in these bylaws. A full-time or part-time Minister of the Church shall be selected by a 2/3's majority of those members voting in person or by absentee ballot at a Congregational meeting called for such purpose.

7. Governing Structure

A congregational board shall administer and manage the business of the congregation. The Board shall consist of as many as six (6) but not fewer than four (4) members who shall be elected, as vacancies occur, by a simple majority at the annual business meeting of the membership, for a term of two (2) years. If a vacancy occurs in the middle of the year and needs to be filled before the annual meeting, the Board may vote in the new member until they are formally elected at the next annual meeting. The Board shall select who shall serve as president, vice-president, secretary, treasurer, and who shall assume other responsibilities, such as coordinating with specific committees or programs. The Board may appoint to the Board one or more persons with extensive experience, such as a past President, as ex-officio non-voting members. To serve on the board, a person must be a voting member of the congregation, as defined in Item 5.

In the absence of the president, the vice president shall serve as the presiding officer of the Board, unless the Board decides to choose a past president to serve as president.

No member may serve more than two (2) consecutive terms without being off the board for at least one (1) year. Exceptions to this policy must be approved by the Board.

The Board shall be the head administrative body of the Congregation and, on behalf of the Congregation, shall be vested with the care and administration of the real and personal property of the Congregation, and shall conduct its business affairs. It shall keep the Congregation informed of its actions.

8. Fiscal Matters

The fiscal year shall end December 31st.

Congregational Funds: All funds and property received by or coming into the custody of the Congregation belong to and are trust funds and the property of The Unitarian Congregation of Taos, to be held and expended only for the purposes authorized and only in accordance with the regulations and/or written agreements prescribed or accepted by the Board of Trustees of the Congregation. The annual budget will be approved by the membership at the annual meeting.

Execution of Instruments: Checks and other orders on the funds or credit of the Congregation and all contracts and instruments in writing by the church shall be valid and binding upon the Congregation only when executed by such officers as shall be designated and authorized by the Board.

9. Dissolution Clause

Should the Congregation cease to function and the membership vote to disband, any assets of the Congregation shall be transferred as follows: 50% to the Pacific Western Region of the Unitarian Universalist Association for its general purposes, and 50% to the organizations supported by the Congregation as designated by the Charitable Giving Committee, with final approval of the Board, at the time of dissolution. Such transfer will be made in full compliance with whatever laws are applicable.

10. Indemnification

A duly elected or appointed officer, trustee, employee, or agent of the Congregation shall not be personally liable to the Congregation or to its Members for monetary damages for breach of fiduciary duty, except for liability resulting from: (1) any breach of duty or loyalty to the Congregation or its members, or (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law. The Congregation shall indemnify any person and his/her estate and personal representative through the maintenance of appropriate legal instruments against all liability and expense incurred by reason of the person being or having been duly elected or appointed as an officer, trustee, employee, or agent of the Congregation.

11. Amendments

These bylaws, so far as allowed by law, may be amended or replaced at the annual meeting or at a special congregational meeting by a majority vote of those present and voting. Notice of proposed changes shall be contained in the notice of the meeting.