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BYLAWS
OF
THE FOOTHILLS UNITARIAN CHURCH OF FORT COLLINS, COLORADO
Effective May 18, 2008

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ARTICLE I. NAME

The name of this church shall be the Foothills Unitarian Church. It is a continuation of the church known as "The First Congregational-Unitarian Church of Fort Collins" (1931-1969), which was formed by the union of the "Unity Church" (Unitarian), founded in 1898, and the "First Congregational Church," founded in 1908.

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ARTICLE II. PURPOSES

The purpose of this church shall be to maintain a free pulpit, bound by no dogma, restricted by no creed, with the people free to differ as their minds and consciences may dictate. In association with Unitarian Universalists around the world, we covenant to affirm and promote:

- 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 congregation;
- A free and responsible search for truth and meaning;
- The right of conscience and the use of the democratic process within the congregation and in society at large;
- The goal of world community with peace, liberty and justice for all;
- Respect for the interdependent web of existence of which we are a part.

The living tradition we share draws from many sources:

- Direct experience of that transcending mystery and wonder, affirmed in all cultures, which moves us to a renewal of the spirit and an openness to the forces which create and uphold life;
- Words and deeds of prophetic women and men which challenge us to confront powers and structures of evil with justice, compassion and the transforming power of love;
- Wisdom from the world's religions which inspires us in our ethical and spiritual life;
- Jewish and Christian teachings which call us to respond to God's love by loving our neighbors as ourselves;
- Humanist teachings which counsel us to heed the guidance of reason and the results of science, and warn us against idolatries of the spirit.
- Spiritual teachings of Earth-centered traditions which celebrate the sacred circle of life and instruct us to live in harmony with the rhythms of nature.
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Grateful for the religious pluralism which enriches and ennobles our faith, we are inspired to deepen our understanding and expand our vision. As a free congregation we enter into this

49 covenant, promising to one another our mutual trust and support.

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ARTICLE III. GOVERNANCE POLICY

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53 Section 1. **AUTHORITY.** The government of this Church shall be vested in the members, who
54 shall exercise the right of control in all its affairs, subject to the Articles of Incorporation
55 granted to the Church by the State of Colorado. The following matters are specifically
56 reserved to the exclusive jurisdiction of the members (hereinafter referred to as either the
57 members or the Congregation):

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A. Election of members of the Board of Trustees and all other elective offices;

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B. Selection and dismissal of a Minister and the establishment of his/her salary;

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C. Adoption and amendment of the Articles of Incorporation and the Bylaws;

61

D. Adoption of the annual budget;

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E. Authorization of the officers of the Church to purchase, sell, mortgage, lease,
63 or otherwise dispose of, or deal in, the church building or real estate of any
64 kind;

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F. Dissolution of the Church;

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G. Removal of members of the Board of Trustees who fail to perform their duties.

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Such members also may be removed by the Board of Trustees, subject to
68 the review authority of the Congregation.

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70 Section 2. **AFFILIATION.** This Church is affiliated with the Unitarian Universalist Association
71 and its Mountain Desert District. The relationship to these affiliates is one of mutual
72 voluntary fellowship and cooperation.

73

74 Section 3. **EXECUTIVE POWER OF THE BOARD OF TRUSTEES.** The executive power of
75 the Church shall be delegated to the Board of Trustees (hereinafter referred to as the
76 Board) which shall provide leadership and conduct the business of the Church. The
77 Board shall be guided by resolutions or motions which may be adopted by the
78 Congregation.

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ARTICLE IV. MEMBERSHIP

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82 Section 1. **MEMBERSHIP ELIGIBILITY AND ADMISSION PROCEDURE**

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A. Membership in this Church shall be open to all persons who support its
84 purposes, principles, and programs.

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B. To become a member, a person must complete a New Member Program that is
86 approved by the Board of Trustees or its designee, and then sign the
87 Membership Book. The requirement for completing the New Member
88 Program may be waived by the Board or the Minister.

89

90 Section 2. **VOTING RIGHTS.** To be eligible to vote on any items of business before the
91 Church,

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a member shall have signed the Membership Book at least 30 days prior to a
93 congregational meeting or other occasion in which members decide questions or
94 hold elections.

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96 Section 3. **FINANCIAL SUPPORT EXPECTED OF MEMBERS**

- 97 A. All members of the Church are expected to make a financial pledge for the
98 benefit of the Church and shall be encouraged to do so.
99 B. Membership privileges, including voting rights, shall not be conditioned upon
100 any minimum financial contribution.
101

102 Section 4. RESIGNATION FROM MEMBERSHIP

- 103 A. A member may resign from the Church by giving oral or written notification to
104 the Minister, the Membership Committee Chair, or the Church office.
105 B. Names of persons who have resigned membership shall be removed from the
106 Membership Roll.
107 C. The Board Secretary may, with approval of the Board of Trustees, drop from
108 the Membership Roll any member who has moved from the area without
109 notice to the Church or without leaving a forwarding address, or has
110 otherwise expressed her/his intention no longer to retain membership in
111 the Church.
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113 **ARTICLE V. OFFICERS AND THE BOARD OF TRUSTEES**

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115 Section 1. OFFICERS AND DUTIES

- 116 A. The officers of the Church shall be a President, a President-Elect, a Treasurer,
117 a Treasurer-Elect, a Secretary, and a Secretary-Elect. These officers shall
118 perform the duties prescribed by these Bylaws, and they shall be members
119 of the Board of Trustees. All officers and Trustees must be members of
120 the Church.
121 B. The PRESIDENT serves a one-year term and is the chief executive officer of
122 the Church with the following duties and responsibilities:
123 1. To preside at meetings of the Board of Trustees and the Congregation;
124 2. To sign all legal documents on behalf of the Church;
125 3. To be the liaison between the Congregation, the Minister, the
126 Nominating Committee, and the Board of Trustees;
127 4. To be an ex-officio member of all committees;
128 5. And to perform such other duties applicable to the office as prescribed
129 by the parliamentary authority or as directed by the Board of
130 Trustees or the Congregation.
131 6. After one year of service as President, this officer shall succeed to a
132 one-year term on the Board as Past President. In the event that the
133 office of Past President becomes vacant, or the current President is
134 unable to succeed to the position of Past President, the Board of
135 Trustees shall appoint an acting Past President until such time as
136 the Congregation may elect a member to this position.
137 C. The PRESIDENT-ELECT serves for one year in the capacity of a vice-
138 president, acting as president in the absence or incapacity of the President,
139 assisting the President as requested, and maintaining the master calendar
140 of Church activities.
141 1. After one year of service as President-elect, this officer shall succeed to
142 the office of President for a one-year term.
143 2. In the event that the office of President becomes vacant before the one
144 year term has been served, the President-elect automatically

- 145 becomes President for the remainder of the unexpired term,
146 followed by the prescribed one-year term.
- 147 3. In the event of vacancies in the offices of both President and President-
148 elect, the Board of Trustees shall appoint an acting President
149 and/or President-elect until such time as the Congregation may
150 elect officers to the vacant positions.
- 151 D. The TREASURER serves a one-year term and is the chief disbursing officer of
152 the Church with the following responsibilities:
- 153 1. To receive all monies to the Church, pay bills as approved by the Board
154 of Trustees, oversee the maintenance of proper financial records,
155 provide a periodical report to the Board of Trustees as requested,
156 and serve as a member of the Finance Committee.
- 157 2. To care for all legal documents relating to Church affairs and property,
158 and to arrange for an annual audit of the financial records as
159 directed by the Board of Trustees.
- 160 E. The TREASURER-ELECT serves for one year as an assistant to the Treasurer.
161 After one year in this position, or in the event that the office of Treasurer
162 becomes vacant, this officer shall succeed to the office of Treasurer.
- 163 F. The SECRETARY serves a one-year term and is the chief record keeper of the
164 Church, with the following specific responsibilities:
- 165 1. To record minutes of meetings of the Board of Trustees and the
166 Congregation.
- 167 2. To oversee maintenance of the Membership Roll and work closely with
168 the Archivist on maintenance of permanent records of the Church.
169 All records of the Secretary shall remain the property of the
170 Church.
- 171 G. The SECRETARY-ELECT serves for one year as an assistant to the Secretary.
172 After one year in this position, or in the event that the office of
173 Secretary becomes vacant, this officer shall succeed to the office of Secretary.

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175 **Section 2. BOARD OF TRUSTEES**

176 **A. BOARD COMPOSITION.** The six officers of the Church, the immediate past
177 President, and four additional Trustees shall constitute the voting members
178 of the Board of Trustees. The Minister shall be a non-voting, ex-officio
179 member of the Board. The immediate past President serves a one-year
180 term on the Board.

181 **B. BOARD'S DUTIES AND POWERS**

- 182 1. The executive power of the Church shall be delegated to the Board of
183 Trustees (hereinafter referred to as the Board). The Board shall be
184 subject to the orders of the membership, and none of its actions
185 shall conflict with action taken by the membership in meetings of
186 the Congregation or these Bylaws.
- 187 2. Specific responsibilities and duties of the Board include, but are not
188 limited to, the following: to plan and evaluate the overall program
189 of the Church, to determine the fiscal year, to manage the finances
190 of the Church in accordance with the annual budget adopted by the
191 membership, to make emergency expenditures necessary for the
192 well-being of the Church, to appoint all non-elected committee

193 chairs, to define responsibilities and terms of committees, to fill
194 vacancies on the Board of Trustees, elected committees, and
195 elected committee chair positions until the Congregation can elect
196 replacements, to appoint delegates to meetings of the Mountain
197 Desert District and the Unitarian Universalist Association, and to
198 fix the time and place of meetings of the Congregation.
199 3. The Board is empowered to hire, fix compensation, supervise, and
200 terminate any employees of the Church except for the Minister.
201 4. The officers of the Board are also officers of the Church's non-profit
202 corporation and shall execute the legal duties and responsibilities
203 thereof.

204 C. BOARD MEETINGS.

- 205 1. The Board shall meet on a regular date each month, except that a
206 meeting may be canceled when there is no business. The President
207 shall call special meetings as needed or at the request of a majority
208 of the Board. Meetings shall be open to all members of the
209 Church.
210 2. A majority of the voting Board membership shall constitute a quorum.

211 **ARTICLE VI. CONGREGATIONAL MEETINGS**

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214 Section 1. ANNUAL MEETING.

- 215 A. An annual congregational meeting of members shall be held within the ninety-
216 day period prior to the beginning of the fiscal year and shall be for the
217 purpose of adopting an annual budget, holding elections, receiving reports
218 of officers and committees, and for any other business that may arise.
219 B. Notice of the time and place of all meetings of the Congregation shall be sent
220 to postal or electronic addresses of all members, and the notice shall
221 indicate the major items of business to be transacted, such as elections and
222 adoption of the annual budget. Any action items not included in the notice
223 may be considered only by adoption of a motion to suspend the rules.
224 C. The agenda and order of business for the annual meeting shall be established
225 by the Board of Trustees.
226 D. A quorum for all congregational meetings shall be 10% of the number on the
227 Membership Roll at least 30 days prior to the time of the congregational
228 meeting.

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230 Section 2. SPECIAL MEETINGS. Special meetings of the Congregation shall be called by the
231 President as needed, or at the request of a majority of the Board, or by any ten (10)
232 members. The agenda of the special meeting shall be limited to the items of business for
233 which the meeting was called.

234
235 Section 3. VOTING. Voting by proxy shall not be permitted. Voting by mail or electronic
236 ballot may be authorized by either the Board or the Congregation.

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238 Section 4. RESOLUTIONS ON MORAL OR SOCIAL CONCERNS.

- 239 A. Consideration of a resolution on a moral or social concern can be initiated by a
240 petition signed by ten percent of the membership, provided that the resolution 1)

- 241 addresses a single issue, 2) clearly states a proposed position of the Church, and 3)
242 describes any action that is to be taken.
- 243 B. The signed petition shall be submitted to the Board of Trustees which is charged solely
244 with determining whether the proposed resolution meets the criteria presented in Section
245 4.A.
- 246 C. Sponsors of the resolution must then arrange for at least one forum to inform the
247 Congregation and to provide opportunity for discussion.
- 248 D. Thereafter, the resolution may be considered at a meeting of the Congregation.
- 249 E. A vote of three-fourths of the members present and voting at the meeting of the
250 Congregation is required to adopt the resolution. A written ballot must be used if it is
251 requested by any member.
- 252 F. All publicity about any resolution adopted by the Congregation shall include the vote
253 tally and the percentage distribution of the vote.

254 **ARTICLE VII. COMMITTEES**

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257 Section 1. COMMITTEE ESTABLISHMENT AND OPERATING PROCEDURES.

- 258 A. Either the Congregation or the Board of Trustees is empowered to establish new
259 standing committees or to reorganize the duties of standing committees as needed,
260 provided such actions are consistent with these Bylaws.
- 261 B. Standing committees are governed by procedures and standing rules adopted by the
262 Board of Trustees or the Congregation. Any rules or procedures adopted by the
263 Board must not conflict with decisions of the Congregation.

264

265 Section 2. ELECTED STANDING COMMITTEES.

- 266 A. Nominating Committee.
- 267 1. This committee shall have five members who are elected for three-year terms.
268 Members shall select one of their number as committee chair.
 - 269 2. The duties of this committee are to nominate candidates for all of the elective
270 offices of the Church and to present these nominations to the
271 Congregation.
- 272 B. Personnel Committee.
- 273 1. This committee shall have four members who are elected for three year terms,
274 and one member from the Board of Trustees serving a one-year renewable
275 term. Members shall select their committee chair.
 - 276 2. The duties of this committee are to assist the Board in hiring, supervising,
277 evaluating, and fixing compensation of all employees of the Church
278 except for the Minister.
- 279 C. Endowment Fund Committee.
- 280 1. This committee shall have five members who are elected for three-year terms.
281 The Minister and the Chair of the Finance Committee shall be non-voting
282 members of the Committee. Members shall select a chair, financial
283 secretary, and recording secretary.
 - 284 2. The duty of this committee is to administer gifts to the Church in accordance
285 with the purposes of the Church, any terms specified by donors, and
286 standing rules adopted by the Board or the Congregation.

287

288 Section 3. APPOINTED STANDING COMMITTEES.

- 289 A. Standing committees whose members are appointed by the Board or its designee shall
290 include, but are not limited to, Buildings and Grounds, Bylaws, Canvass,
291 Denominational Connections, Finance, Membership, Ministerial Relations,
292 Music, Religious Education, Social Concerns, and Sunday Service.
293 B. Chairpersons of the Canvass Committee and the Finance Committee are elected to
294 one-year terms. Except for these committees and the Nominating Committee,
295 Personnel Committee, a Search Committee, and the Endowment Committee, all
296 other chairpersons of standing or special committees are appointed by the Board.
297

298 Section 4. CHURCH COUNCIL. This Council is responsible for promoting communication
299 and coordination among standing committees. It shall be composed of the chairs of
300 standing committees of the Church and shall be chaired by a member of the Board of
301 Trustees.
302

303 **ARTICLE VIII. NOMINATIONS AND ELECTIONS**

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305 Section 1. NOMINATIONS. The Nominating Committee is responsible for identifying and
306 nominating candidates for all elective offices of the Church. After this Committee has
307 presented its report to the congregational meeting, additional nominations may be made
308 from the floor. Nominees for any elective office must be members of the Church.
309

310 Section 2. ELECTIONS.

- 311 A. Elections are held at the Annual Meeting of the Congregation for the following
312 offices:
- 313 1. Each year, the Congregation shall elect five members to the Board of Trustees:
314 a President-Elect shall be elected to a three-year term; a Treasurer-Elect, a
315 Secretary-Elect, and two Trustees shall be elected to two-year terms.
 - 316 2. The Congregation will elect the chairs of the Canvass Committee and the
317 Finance Committee to one-year terms.
 - 318 3. The Congregation will elect members to fill vacancies on the Nominating,
319 Personnel, and Endowment Fund Committees.
- 320 B. Whenever an election for any office is contested, the election shall be by ballot, and
321 the candidate receiving the highest number of votes shall be elected. Whenever
322 an election is uncontested, a voice vote may be used. Either the Congregation or
323 the Board is empowered to authorize mailed or electronic ballots for elections.
- 324 C. Terms of office for all elective positions shall run coincident with the fiscal year,
325 except that officers, trustees, and committee chairs shall hold office until their
326 successors are elected.
- 327 D. Board members may hold office for two consecutive terms, after which two years
328 must elapse before re-election to the same office. Elected committee members
329 may hold office for two or more consecutive terms that total no more than six
330 consecutive years, after which two years must elapse before reelection to the same
331 office.
332

333 Section 3. VACANCIES AND REPLACEMENTS.

- 334 A. The Board shall fill by appointment any vacancies among the elected positions until
335 the Congregation can fill the position by election.
- 336 B. Any elected member who does not carry out the duties of his/her office may be

337 replaced by the Board, at its discretion. Any such decisions by the Board are
338 subject to review by the Church membership.
339

340 **ARTICLE IX. THE MINISTER**

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342 Section 1. RESPONSIBILITIES. The Minister is charged with providing the primary pastoral
343 leadership for the Congregation in the pursuit of its purposes as outlined in Article II.
344 This includes Sunday services, guidance of all religious education in Church programs,
345 pastoral ministry to members, and administrative leadership in the management of the
346 Church. The Minister shall be responsible to the membership and the Board for effective
347 performance of his or her work.
348

349 Section 2. TERM. The term of such Minister shall be indefinite, but dismissal may be effected
350 by a two-thirds vote at a special meeting of the Congregation.
351

352 Section 3. SEARCH COMMITTEE.

353 A. In the event of a vacancy or expected vacancy in the pulpit, a Congregational Meeting
354 shall be called by the President to elect a seven-member Search Committee. The
355 Nominating Committee shall present a slate of candidates and additional
356 nominations may be made from the floor.

357 B. If more than seven candidates are nominated for the Search Committee, the
358 Congregation will vote by ballot, and the seven candidates receiving the highest
359 number of votes shall be elected. The term of office shall be for whatever time is
360 required for the completion of the Committee's duties, provided that the
361 Congregation can decide to terminate the search or discharge the Committee.

362 C. This committee shall conduct a search for candidates, interview prospective ministers,
363 and recommend candidates to the members of the Congregation until a Minister is
364 elected by the Congregation.
365

366 Section 4. ELECTION AND LETTER OF AGREEMENT.

367 A. When the Search Committee is prepared to recommend a candidate to the membership
368 of the Church, a special meeting of the Congregation shall be called for selecting
369 a Minister

370 B. A letter of agreement concerning terms of employment and of separation shall be
371 negotiated by the Board and the Minister. The election of the Minister and
372 approval of the letter of agreement shall be by a two-thirds vote.
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375 **ARTICLE X. CLUBS AND ORGANIZATIONS**

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377 Clubs and organizations affiliated with the Church may be approved by the Board or the
378 Congregation. Such groups shall function as part of the Church, and their programs and
379 activities must be consistent with the stated purposes of the Church.
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381 **ARTICLE XI. PARLIAMENTARY AUTHORITY**

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383 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall
384 govern this Church in all cases to which they are applicable and in which they are not

385 inconsistent with these bylaws or any special or standing rules of order the Church may adopt.

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ARTICLE XII. AMENDMENT OF BYLAWS

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These bylaws may be amended at any meeting of the Church by a two-thirds vote, provided that the amendment has been submitted in writing to the members at least ten days before the meeting, either by posting the amendment in the Church or by postal or electronic mail.

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ARTICLE XIII. DISSOLUTION

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Should this Congregation vote to disband, all of its assets will be transferred to the Unitarian Universalist Association for its general purposes.