

BYLAWS

of the First Unitarian Universalist Church of Seattle
(dba Saltwater Unitarian Universalist Church)

Article I - Name

The legal name of this organization shall be: The First Unitarian Universalist Church of Seattle. We shall be known as: Saltwater Unitarian Universalist Church.

Article II - Purpose

The purpose of this Church shall be to nurture each other to find meaning and connection within our lives and to contribute to our communities with our hearts, minds, hands and spirit. We also commit human and financial resources to advance social justice and environmental stewardship. Our covenant of Right Relations shall guide all we do here, and shall govern all relationships with each other and our world.

Article III - Inclusion

Section 1. This Congregation affirms and promotes the full participation of persons in all our activities and endeavors, including Membership, programming, and the calling and hiring practices of religious professionals without regard to race, color, gender and expression, affectional or sexual orientation, physical or mental ability, age, class, or national origin.

Section 2. This Congregation affirms and promotes the full participation of families with their minor children and youth in our lifespan programs and varied activities.

Article IV - Membership

Section 1. Membership in this Church shall be open to all those in sympathy with its purpose.

Section 2. Any person who meets the following requirements may become a Member and sustain that Membership by:

- a. being at least 14 years of age;
- b. signing the Membership book; and
- c. making an annual financial pledge and contribution (unless waived according to Section 5)

Section 3. In order to vote at a Congregational Business Meeting, one must have been a Member for at least twenty (20) days before the meeting.

- a. The Minister will be responsible for maintaining a current, accurate list of Members.
- b. The latest list of Members will be posted at least twenty (20) days in advance of such meetings. Any person omitted from this list may appeal the omission to the Board of Directors or its designee, who may for good cause waive any provision of this section.

Section 4. A Member may be removed from membership in the following ways:

- a. upon one's own request;
- b. by the Board of Directors if any of the following circumstances exist:

1. Member is not meeting the requirements of sustained membership as specified in Article IV Section 2.
2. Member is not in conformance with the purpose of Saltwater UU Church as defined in Article II.
3. Member's behavior is repeatedly disruptive of church activities.

Section 5. A Member in financial hardship is requested to notify the Minister of their financial hardship and by doing so may receive a waiver from the requirement of an annual pledge and contribution of record. Waiver requests must be made each year that a Member is unable to pledge and make a contribution of record. Members who neither make a pledge nor request a waiver may be dropped from the Membership list. The Minister will notify Members electronically or by U.S. mail that they are no longer included in the Membership list.

Section 6. An individual removed from Membership according to the provisions of Section 2c may rejoin the church without signing the Membership book by submitting a pledge of record or requesting a waiver due to financial hardship within one year of being removed from Membership.

Section 7. Any person who pledges to the Church but does not sign the Membership book is entitled to the full privileges of Membership with the exception of voting at Congregational Business Meetings, or holding church offices or other positions for which Membership is a requirement.

Article V - Congregational Business Meeting

Section 1. The annual Congregational Business Meeting shall normally be held in the spring at such time and place as shall be fixed by the Board of Directors. Notice of the meeting shall be given by U.S. mail or electronically to the Members at least ten (10) days prior to the meeting. The notice shall contain the agenda of the meeting as established by the Board of Directors.

Section 2. A special Congregational Business Meeting may be called by request of the President, Board of Directors, or by request of twenty (20) Members of the Church. Notice and agenda of a special meeting shall be given in the same manner as notice of the annual Congregational Business Meeting.

Section 3. Twenty-five percent (25%) of the Members of the Church shall constitute a quorum. Neither absentee ballots nor proxy voting shall be allowed. If a quorum is not present at a Congregational Business Meeting, a motion to adjourn may be made and a vote taken to adjourn.

Article VI - Board of Directors

Section 1. The Board of Directors shall consist of six (6) Directors, four (4) of whom shall constitute a quorum for the transaction of business. The Board, subject to the prime authority of the Congregation, is the principal policy forming body of the Church. The Board has full authority and responsibility, except as limited by these bylaws, to act on the business of the Church.

Section 2. Election of Board of Directors: The Nominating Team will select at least two candidates to stand for election to the Board of Directors at the annual Congregational Business Meeting. Additional nominations for Board of Directors may be made from the floor. Two (2) Directors shall be elected. In the event of a contested election where more than two

candidates are standing for the two open Board positions, the election shall be conducted by written ballot. Otherwise, the vote shall be by a show of hands or voice vote.

Section 3. The Nominating Team shall consist of four (4) members, two of whom will be elected each year by the Congregation at the annual Congregational Business Meeting, for a term of two years. Candidates for the Team must have been Members of the Congregation for at least one year.

Section 4. The position of a Board member may be declared vacant, at the discretion of the Board, when said member has been absent from three consecutive Board meetings.

Section 5. A Board member may be removed for cause by a vote of a majority of the Board when he or she is unable or unwilling to contribute to the purpose of the Church or when his or her actions constitute breach of trust or gross misconduct.

Section 6. A Board member may be removed, with or without cause, by a majority vote at a Congregational Business Meeting.

Section 7. The Board shall hold regular monthly meetings. Special meetings may be called by the President or by three (3) members of the Board of Directors by giving each Director twenty-four (24) hours' notice.

Section 8. Board Vacancy - Unexpired Term of Office: Should a Board member vacate an unexpired term of office, the Board, in consultation with the Nominating Committee, shall appoint a successor to complete the term, subject to approval by the Congregation at the next Congregational Business Meeting.

Article VII - Officers

Section 1. The officers of this organization shall be a President, a Vice-President, a Secretary, and a Treasurer. They shall be appointed by the Board of Directors for a term of one year or until their successors are appointed. The Secretary and Treasurer need not be Directors. All officers must be Members.

Article VIII - Minister

Section 1. Procedure for calling: the Minister shall be called at a Congregational Business Meeting convened in accordance with procedures in these bylaws and designated for the purpose. A three-fourths (75%) vote of Members present shall be necessary to call a Minister to the charge of this Church.

Section 2. Tenure: The Minister shall be considered to have indefinite tenure.

Section 3. Termination: The Minister's services may be terminated by a three-fourths (75%) vote of the Members of this Church present at a Congregational Business Meeting.

Section 4. Upon notification of an immediate or future vacancy of the Ministerial office, the Board of Directors may hire an Interim Minister by a majority vote. Sections 1-4 and Section 6 of this article do not apply to an Interim Minister.

Section 5. Ministerial Search Team: Upon notification of an immediate or future vacancy of the Ministerial office, the Board shall call a special Congregational Business Meeting for the purpose of electing a Ministerial Search Team. The Board shall present a slate of five (5) candidates. Additional nominations may be made from the floor. Paid staff and contractual employees may not serve on a Ministerial Search Team. If there are more than 5 nominees, voting procedures will allow each Member to vote for 5, and the top five will form the Ministerial Search Team. Should a vacancy occur on the Ministerial Search Team before its task is complete, the Board will appoint a Member to fill the vacancy.

Article IX -- Relationship between Board and Minister

Section 1. The Minister, in consultation with the Board, shall have responsibility for the Ministry of the Church.

Section 2. The Minister, in consultation with the Board, shall have responsibility for the administration of the Church.

Section 3. The Minister shall have responsibility for supervising and evaluating staff. The Board, in consultation with the Minister shall have responsibility for hiring and terminating staff.

Section 4. The Minister shall be an ex-officio Member of this Church, of the Board of Directors, and of all Teams and Committees of this Church, but shall have no vote. If the Minister elects to become a Member of the Church, he or she will have the same voting rights as any other Member.

Article X - General Provisions

Section 1. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the organization may adopt.

Section 2. The fiscal year shall be July 1 through June 30 of the following year. The Board of Directors shall approve an annual budget for each fiscal year and present this budget to the Membership at a Congregational Business Meeting, to be held prior to the end of the fiscal year. The Directors may select a pledge year that differs from the fiscal year.

Section 3. The financial books, records and accounts of the Church shall be reviewed at the request of the Board.

Section 4. This Congregation shall be a member of the Unitarian Universalist Association of Congregations and of the Pacific Western Region of that Association and their successors. In

conducting business with the UUA, only Members as defined in Article IV, Section 2 will be considered current church Members.

Article XI-- Indemnification

The Church shall indemnify any person who is or was an employee, agent, representative, or member of the Board of Directors against any liability asserted against such person and incurred in the course and scope of his or her duties or functions within the Church to the maximum extent allowable by law, provided the person acted in good faith and did not engage in an act or omission that is 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 bylaw, agreement, insurance policy, vote of Members or otherwise.

Article XII--Dissolution

Any action to dissolve the Church must be approved by a three-fourths (75%) vote of Members present at a Congregational Business Meeting called to specifically consider such action, for which meeting written notice has been issued to all Members in accordance with the provisions of these bylaws. If the Members vote to disband, all property and assets of the Church will be assigned to the Unitarian Universalist Association or its successors after payment of debts. The Board of Directors shall perform all actions necessary to effect such conveyance.

Article XIII- Amendments

These bylaws may be altered, amended or repealed at any annual or special Congregational Business Meeting by a two-thirds (2/3) vote of those present; provided, however, that a written notice and copies of the proposed amendments shall have been given to the Membership by U.S. mail or electronically at least twenty-one (21) days prior to the Meeting, and posted conspicuously in the primary building of the Church for the twenty-one (21) days preceding the meeting.

NOTE: These are the bylaws as amended at a congregational meeting in December 2017.