

BYLAWS
of the First Church Unitarian, Littleton
Revised Feb. 28, 2022

Article I

Name

The name of this Church shall be First Church Unitarian, Littleton.

Article II

Purpose

The purpose of this Church shall be as set forth in its Covenant: Love is the spirit of this church and service its law. This is our great covenant:

To dwell together in peace,
To seek the truth in love, and
To help one another.

Article III

Association Membership

This Church shall be a member of the Unitarian Universalist Association of Congregations.

Article IV

Membership

A. Joining the Church

Any person sixteen years of age or older who is in sympathy with the purpose of the Church and its affiliation as set forth in Articles II and III, may consider membership in the church.

To become a member, a person shall express an understanding of the Church Covenant and the Covenant of Right Relations to the Minister or a Deacon. Such a person must express in writing a desire to become a member, and may choose to sign the membership book.

B. Membership

A member shall support the Church and its programs. Any person who has been a member for thirty days may vote at duly called meetings of the Church.

C. Termination of Membership

Any member may withdraw from membership by sending a written request (in paper or electronic form) to the Minister or a Deacon, with a copy forwarded to the Clerk.

Article V
Officers

A. Positions

The officers of the Church shall be:

- A Standing Committee of six members
- A Moderator
- A Clerk (who shall be sworn)
- A Treasurer (who shall be bonded)
- An Assistant Treasurer (who shall be bonded)
- An Auditor
- A Board of Trustees of three members
- A Board of Deacons of three members

These officers shall be members and shall be elected at the Annual Meeting. No two members of the same household shall serve concurrently on the Standing Committee. No two members of the same household shall serve concurrently on the Board of Trustees. No two members of the same household shall serve concurrently on the Board of Deacons.

B. Terms of Office

The Moderator, Clerk, Treasurer, Assistant Treasurer, and Auditor shall hold their offices for one year. Two members of the Standing Committee shall be elected each year for terms of three years. No one shall serve on the Standing Committee for more than two full terms consecutively, fractional terms being disregarded. One Trustee shall be elected each year for a term of three years. One Deacon shall be elected each year for a term of three years. If no successor to the Moderator, Clerk, Treasurer, Assistant Treasurer, or Auditor is elected and qualified, the incumbent shall continue to serve.

C. Resignation or Removal

An Officer, other than the Clerk, may resign by submitting a letter of resignation to the Clerk. The Clerk may resign by submitting a letter of resignation to the Chairperson of the Standing Committee. An Officer may be removed from office by a two-thirds (2/3) vote of the congregation present and voting at a meeting called for that purpose.

Article VI
Nominating Committee

A. There shall be a Nominating Committee of six members, who shall be Members of the Church.

- B. Members of the Nominating Committee shall be elected at the annual meeting for a term of two (2) years, and shall take office at the beginning of the next fiscal year.
- C. The Nominating Committee shall produce a slate of candidates for all positions to be filled at the annual meeting.
- D. No two members of the same household shall serve concurrently on the Nominating Committee.
- E. The Standing Committee may fill vacancies among the officers listed in Article V, excepting Deacons. Any persons so appointed shall serve until the end of the fiscal year. The Standing

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Committee may, in consultation with the remaining members of any Church Committee, fill vacancies occurring in said committee.

Article VII

Duties of the Standing Committee

- A. Subject only to the limitations specified in Article XIV, the Standing Committee shall have general charge of:
 - the property of the Church except the trust funds
 - the conduct of all its business affairs
 - the maintaining of membership lists
- B. The Standing Committee shall elect its own Chairperson annually.
- C. Four members shall constitute a quorum
 - D. The Standing Committee may fill vacancies among the officers listed in Article V, excepting Deacons. Any persons so appointed shall serve until the end of the fiscal year.
- E. The Standing Committee may create committees and appoint members thereto. The Standing Committee may dissolve any committee it has created.
- F. The Standing Committee may, in consultation with the remaining members of any Church Committee, except one created by the Board of Deacons, fill vacancies occurring in said committee.

Article VIII

Duties of Individual Officers

A. Moderator:

1. The Moderator shall preside at all meetings of the Church and have the same powers as the Moderator of town meetings.
2. The Moderator shall swear in the Clerk.

B. Clerk:

1. The Clerk shall keep the records of the Church including:
 - a record of all its meetings
 - the roll of its members

- a record of births, baptisms/dedications, marriages, services of union, and deaths
- 2. The Clerk shall maintain a current copy of the Bylaws.
- 3. The Clerk shall prepare a warrant for meetings of the Church.
- 4. The Clerk shall attend and keep a record of such meetings of the Standing Committee as such committee may request.
- 5. The Clerk shall perform such other duties as may naturally devolve upon the office of Clerk.
- 6. The Clerk shall make a written report at the Annual Meeting of the Church. C.

Treasurer:

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- 1. The Treasurer shall be responsible for the safe-keeping of all monies belonging to the Church other than the funds under the control of the Trustees.
 - 2. The Treasurer shall keep an account of the finances of the Church.
 - 3. The Treasurer shall pay all bills approved at any legal Church meeting, or authorized by the Standing Committee.
 - 4. The Treasurer shall be ready to report to and advise the Standing Committee on the financial condition of the Church.
 - 5. The Treasurer shall make a written report at the Annual Meeting of the Church.
- D. *Assistant Treasurer:* The Assistant Treasurer shall assist the Treasurer and, in case of the absence of that officer, shall act as such.
- E. *Auditor:* The Auditor shall annually audit the records of:
- the Treasurer
 - the Assistant Treasurer
 - the Trustees
 - such other officers or committees as the Standing Committee may direct and audit such other records as local, state, or federal regulations require.

Article IX

Duties of the Board of Trustees

- A. The Board of Trustees shall have charge of and manage all of the trust funds of the Church, shall have full power to invest and reinvest the same in the name of the Church and to vary said investments at will.
- B. The Board of Trustees shall have full authority to execute, acknowledge and deliver any and all documents necessary or proper to assign, sell, transfer and convey such property.
- C. The Board of Trustees shall pay the income from said trust funds to the Treasurer. The Board of Trustees shall make a full written report to the Church at the Annual Meeting.
- D. The Board of Trustees shall make a report to the Standing Committee and Treasurer upon request.

Article X

Board of Deacons

- A. There shall be a Board of three Deacons elected from among the members of the Church, for a term of three years. The Board of Deacons, in concert with the minister, shall promote the spiritual life of the Church. Any vacancy on the Board of Deacons shall be filled by a vote of the Church.
- B. Any person elected to fill a vacancy shall serve for the remainder of the unexpired term.
- C. The Board of Deacons may create committees and appoint members thereto to further its mission. The Board of Deacons may dissolve any committee it has created.

Article XI

Executive Team

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The Standing Committee and the Board of Deacons may convene jointly at least once a year as an Executive Team to coordinate their respective responsibilities.

Article XII

Minister

- A. The Minister shall accept the responsibility to affirm the covenant of the Church. The Minister shall agree to establish and support a relationship with the congregation which reflects the spirit of this covenant.
- B. At a meeting duly called for such purpose, the Minister shall be chosen by ballot by a three fourths (3/4) vote of those present and voting except as specified in Section XII.H.
- C. The salary and other conditions of employment shall be proposed annually by the Standing Committee, and approved at a duly-called meeting of the Church by a majority vote of those present and voting. These conditions of employment shall be set forth in a written agreement signed by the Minister and the chairperson of the Standing Committee.
- D. At a meeting duly called for such purpose, dismissal of a minister shall require a majority vote of those present and voting.
- E. The Minister shall be in charge of religious services, including worship, marriages, services of union, baptisms/dedications, and funerals.
- F. It shall be the duty of the Minister to bring to the attention of the Standing Committee any matters which seem pertinent to the general interests of the Church, and to make such recommendations as seem proper.
- G. The Minister shall make a written report to the Annual Meeting of the Church. H.

The Standing Committee may appoint one or more interim ministers.

Article XIII

Meetings

- A. The Annual Meeting of the Church shall be held during the month of May. Other meetings may be called by the Standing Committee, and shall be called by the Standing Committee upon the written request of ten (10) or more members of the Church.

- B. Meetings of the Church shall be called by the Standing Committee by posting attested copies of the warrant at or near the front door of the Meeting House for eight (8) days at least and including two (2) Sundays before the time of meeting.
- C. The lesser of twenty-five percent (25%) of members qualified to vote or thirty (30) such members shall constitute a quorum for the transaction of business except as stipulated in Subsection
- D. The lesser of forty percent (40%) of members qualified to vote or fifty (50) such members shall constitute a quorum for hiring or dismissing a minister.

Article XIV

Authority of the Congregation

- A. The ultimate authority of the church is vested in the congregation as expressed in Annual and Special Meetings. In particular, the following powers shall not be delegated:
 - 1. Acquisition, conveyance, or encumbrance of real estate
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 - 2. Acceptance of legacies which come with restrictions
 - 3. Borrowing money except as provided in Section XIV.B
 - 4. Approving the annual budgetItems 1, 2, and 3 require a two-thirds (2/3) vote.
- B. The congregation may delegate to the Treasurer, for a specified term not to exceed one year, the authority to borrow on behalf of the Church, specifying a maximum amount and what assets of the Church may be used for security.
- C. The congregation at duly-called meetings may create committees and elect members thereto. The congregation may dissolve any committee it has created.

Article XV

Affiliated Organizations

- A. An independent group or organization may be approved at a duly-called meeting to become an affiliated organization, sponsored by, but not funded by, the Church. The purposes, principles, and actions of the organization must not be, nor potentially be, in conflict with the Bylaws nor with the Constitution of the Church. The majority of the officers of the affiliated organization must be members of the Church.
- B. An affiliated organization may use the facilities of the Church on the same basis as Church organizations and committees.
- C. Each affiliated organization shall submit a written report to the annual meeting of the Church. The records of the organization shall be available to any church member on request.

Article XVI

Policies

- A. Policies include those promulgated by the Standing Committee, Board of Deacons, Board of Trustees, and other authorized Committees in accordance with their designated responsibilities, as well as any such policy voted into being by the Church membership. Committees created by the Standing Committee or Board of Deacons shall have their policies reviewed and authorized by the creating entity.

- B. Each entity that creates a policy shall submit a copy to the Clerk. A readily available compendium of all currently operable policies shall be maintained and updated annually by the Clerk. This reference will include a summary list and copies of each of the currently active policies of the Church and its committees.
- C. All policies shall be periodically reviewed by the originating entity. After seven years, a policy must be renewed or it shall otherwise expire.

Article XVII
Fiscal Year

The fiscal year shall end on June 30.

Article XVIII
Permanent Funds

A. Capital Reserve Fund

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- 1. Funds may be placed in a special fund designated as a capital reserve fund through the budget process or by majority vote of the members present and voting at a duly called meeting.
- 2. Withdrawal of any amount from a capital reserve fund shall require a two-thirds (2/3) vote of the members present and voting at a duly-called meeting.

B. The Ruth Titcomb Memorial Clergy Fund

Pursuant to the June 29, 2017 judgment of the Probate Court, Middlesex County, Commonwealth of Massachusetts with respect to stipulations of the original bequest of the former church parsonage to First Church Unitarian and its subsequent sale, a Clergy Fund is established. The definition and restrictions of this fund have been established by decree of the court, and may not be altered, changed, or amended by a congregational vote.

- 1. The Ruth Titcomb Memorial Clergy Fund will be held for the benefit of the clergy of the Church and will be administered by the Trustees of the Church.
- 2. Distributions will be permissible to meet housing needs of clergy, but will also be permissible to cover those costs and expenses related to health and general welfare in a manner which supports the clergy's ability to fulfill their obligations to the Church (e.g. mortgage payments, rent payments, health insurance premiums, payments to health savings accounts, etc.) Distributions will be determined at the discretion of the Trustees of the Church and in accordance with the provisions set forth herein.
- 3. The amount of any such distribution from The Ruth Titcomb Clergy Fund will be subject to a spending rule which will be determined by the Trustees of the Church on an annual basis; provided that in no event shall the spending rule permit aggregate distributions in excess of five percent (5%) of the value of the Clergy Fund on an annual basis, such amount to be calculated for each fiscal year using the market value of such Clergy Fund on the last day of the preceding fiscal year.

Article XIV

Non-discrimination

The Church shall not discriminate against any person on the basis of disability, gender, gender presentation, sexual orientation, ethnicity, race, or place of origin in any manner including, but not restricted to, membership, voting, employment of staff, and calling of religious professionals.

Article XX **Dissolution**

Pursuant to the June 29, 2017 judgment of the Probate Court, Middlesex County, Commonwealth of Massachusetts with respect to stipulations of the original bequest of the former church parsonage to First Church Unitarian and its subsequent sale, the disposition of the Permanent Clergy Fund defined in Article XVIII is defined. This definition has been established by decree of the court, and may not be altered, changed, or amended by a congregational vote.

In the case of dissolution of the Church the officers shall first pay all just claims upon it. Disposition of the remaining Clergy Fund shall be turned over and paid to the Reuben Hoar Library. All remaining assets, real and personal, will be transferred to the Unitarian Universalist Association, a region, a member society, an associate member organization, or an independent affiliate organization of the Unitarian Universalist Association or any combination of the above.

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Article XXI **Amendments**

These Bylaws may be amended or revised by a two-thirds (2/3) vote of those present and voting at any meeting of the Church duly called for such purpose.

