

**BYLAWS OF ALL SOULS UNITARIAN UNIVERSALIST CHURCH, INCORPORATED
OF SHREVEPORT, LOUISIANA**

ANNOTATED TO SHOW AMENDMENTS MADE DECEMBER 14, 2014¹

Adopted March 21, 1965 and amended May 28, 1972; May 12, 1974; May 2, 1976; May 7, 1978; September 23, 1979; May 2, 1982; September 26, 1982; September 25, 1983; May 4, 1986; February 8, 1987; March 5, 1989; December, 1989; May 3, 1992; March 17, 1996 December 17, 2000; December 7, 2003[;]² January 15, 2006[, **and December 14, 2014**].

ARTICLE I. NAME

The name of the religious organization shall be ALL SOULS UNITARIAN CHURCH, INCORPORATED[,] OF SHREVEPORT, LOUISIANA.

ARTICLE II. PURPOSE

ALL SOULS UNITARIAN UNIVERSALIST CHURCH, INCORPORATED[,] OF SHREVEPORT, LOUISIANA is a fellowship of seekers of truth, bound by no dogma and restricted by no creed. The purpose of the fellowship is to bring religious liberals into closer acquaintance and cooperation. Relying upon reason as our guide and upon freedom of thought, we seek to grow in understanding of ourselves and of our world and to serve our fellow persons.

ARTICLE III. NON-DISCRIMINATION

All Souls Unitarian Universalist Church affirms and promotes the full participation of persons in all our activities, including membership, programming, hiring practices and the calling of religious professionals, without regard to race, color, gender, gender expression, physical ability, affectional or sexual orientation, age or national origin.

ARTICLE IV. DENOMINATION AFFILIATION

This church shall be a member of the Unitarian Universalist Association[, **of the Southern Region of the Unitarian Universalist Association,**] and of the Southwest Unitarian Universalist Conference[]³.

¹ Amendments made at the December 1, 2014, congregational meeting are shown within brackets and in boldface type. Where earlier text was deleted or replaced, those changes are described in the following footnotes.

² Replacing 'and'.

³ Deleting 'of the above association'.

ARTICLE V. MEMBERSHIP

A. ACTIVE

- 1a. Any person eighteen years of age or over may become a member of this church if he/she is in sympathy with its program and purpose.
- 1b. Any person fifteen to eighteen years of age may become a member of this church if he/she attends an orientation and a private conference with the Minister or **[Committee on Ministry]**⁴ and is in sympathy with its program.
- 2a. Each member is obligated to contribute to the church in time and money within the limits of his or her ability. Each member is obligated to contribute no less than the annual basic cost to carry a member on the rolls. The amount of the minimum financial contribution will be determined by the Board of Directors each year prior to the annual pledge canvass.
- 2b. Any person who is unable to make the minimum financial contribution can maintain his or her membership with the approval of the Minister or the Board of Directors, by seeking a waiver of the contribution.
- 3a. Membership shall be formalized in a two-stage process. Prospective members will first sign the Stepping Stones Book, indicating an interest in pursuing membership. During the four weeks following that time, they will talk with the Minister or Chaplain, representatives of the Membership and Pledge committees and others, to learn more about the workings of the church and the role they will play as members.
- 3b. 4 weeks after signing the Stepping Stones book, having learned the rights and responsibilities of membership and having pledged a contribution of time, energy and money appropriate to his or her situation (or when necessary, requested a waiver thereof), the prospective member may now sign the Membership Book. Voting membership shall become effective after 30 days.
- 4a. The right to vote at a congregational meeting of the church shall be limited to active members.
- 4b. Voting by proxy shall be allowed only as herein described. A voting

⁴ Replacing 'Chaplain' with 'Committee on Ministry'.

member may designate only another voting member as his/her proxy. Such designation must be in writing, the date of the proxy vote must be included, the proxy vote must be signed by the member who is authorizing the proxy, and it must be submitted to the Secretary of the Board before the beginning of the respective business meeting.

5. An accurate record of members who are qualified to vote shall be available at all congregational meetings. The keeping of this record shall be the responsibility of the Secretary of the Board.
6. Members who wish to resign their membership in the Church may do so by submitting their written resignation to the Secretary of the Board or the Minister. Such resignations become effective immediately.

B. INACTIVE

1. Any active member who desires to become inactive may do so voluntarily by notifying the Secretary of the Board or the Minister and by paying a minimum amount to be determined by the Board annually, to receive mailings from the church.
2. Members who have moved shall be kept on the active membership rolls for a period of two months. After this time they may be moved to inactive membership by the Minister or the Secretary of the Board of Directors unless they have indicated a desire to remain active members. Such notice may be given verbally or in writing to the Minister or an officer of the Church. In order to remain active members they must continue to make the minimum annual financial contribution required of active members. Failure to do so will result in their removal from active membership as provided in Article [V]⁵, Section E of these bylaws.
3. Inactive members who have not paid the minimum amount required each year to receive mailings from the church will be dropped from membership.
4. Inactive members shall not be counted for a quorum purpose, nor will they have the right to vote at congregational meetings.
5. An inactive member may become an active member by notifying the Secretary of the Board or the Minister in writing and by agreeing to make the minimum financial contribution required of active members under

⁵ Replacing 'IV'.

Article [V]⁶ Section A of these bylaws. Active membership shall become effective after 30 days.

C. FRIENDS OF THE CHURCH

1. Any individual who does not wish to become a member or inactive member of the Church but who is in sympathy with its purpose may become a “Friend of the Church” by notifying the Minister or Secretary of the Board.
2. Friends of the Church shall not be counted for a quorum purpose, nor will they have the right to vote at congregational meetings.

D. HONORARY

1. Any person who has rendered valuable contributions to this Church may be an honorary member.
2. The Board of Directors shall present the name to the congregation at a congregational meeting and a majority of those present shall determine the election of the honorary member.
3. Honorary members will maintain the privileges of active membership. The minimum financial contribution required of active members shall not be required of honorary members.

E. MEMBERSHIP PROVISIONS

1. When the word “member” is used without an adjective to indicate kind, it is understood to mean “active member”.
2. Review of Membership – membership classification shall be reviewed annually by the following procedures:
 - 2a. At the beginning of each year, the Secretary of the Board will give the current membership list to the Treasurer **[and to the other members of the Board of Directors and to the members of the Committee on Ministry]**.
 - 2b. From this list the Treasurer will compile a list of members who have not made the minimum financial contribution for the previous year, or who

⁶ Replacing ‘IV’.

have not made a pledge of the minimum financial contribution for the current year, unless they have made provisions with the Minister or the Board under Article [V]⁷ Section A of these bylaws.

- 2c. A letter will be mailed to the last known address of each person on the compiled list, asking them to state why they should remain members. Based on their response, the Board of Directors will determine the appropriate membership classification. Anyone who fails to respond within 30 days will be dropped from membership.

ARTICLE VI. MEETINGS

- A. Congregational meetings shall be called by the Secretary, who shall publicly post a notice at the Church, have announcements made from the pulpit, and publish a notice in the newsletter two weeks before the meeting. If it is not practical to publish such a notice in the newsletter, a ten-day notice by mail shall be given to all members.
- B. The business to be transacted at the meeting shall be specified in the notice.
- C. A quorum shall be constituted by twenty percent of the active membership, as determined the previous April 15th. If there are significant fluctuations in the membership, the Board may revise the quorum number to reflect the current membership. A lesser number may adjourn the meeting. A majority of voters present may decide any question, unless specified differently in the bylaws.
- D. Friends of the Church, Honorary Members, Inactive Members, and Visitors shall be welcome at all meetings and shall be given courtesy of the floor.
- E. The Annual Meeting shall be held as early as possible in the spring of each year.
- F. A list of qualified members shall be made available by the Treasurer and Secretary thirty days before the Annual Meeting.
- G. The agenda for the Annual Meeting must include the election of [**members of the Board of Directors, members of the Committee on Ministry,**]⁸ and a Parliamentarian, and the election of three representatives for a []⁹ Nominating

⁷ Replacing 'IV'.

⁸ Replacing 'Board Officers'.

⁹ Deleting 'Board'.

Committee.

H. Special Meetings

1. Upon request of a majority of the Board of Directors, the President shall call a special meeting.
2. Upon written petition, signed by one-fifth of the members and stating the purpose of the meeting and the agenda, the President shall call a special meeting within 30 days.
3. After the petition has been presented to the President and if the President fails to call a special meeting, any member may call a special meeting of the membership. Upon securing one-fourth of the members' signatures and giving written notice of the business to be transacted to the Secretary, the Secretary shall verify the active standing of the petitioners and then proceed with the proper call of the special meeting.

ARTICLE VII. BOARD OF DIRECTORS [AND COMMITTEE ON MINISTRY]

- A. There shall be a Board of Directors composed of the President, the Vice-President, the Secretary, the Treasurer, and four Members at large, the **[most recent]**¹⁰ past Board President **[who is an active member of the Church, and the Minister, or Lead Minister if there are two or more ministers,]** and Director of Religious Education, the latter **[three]**¹¹ serving as **[ex officio but non voting]**¹² members, with the responsibility of providing institutional continuity.
- B. A Board member may resign at any time, and the other Board members may appoint another to finish the term. A Board member may be removed from the Board if two-thirds of the remaining Board members determine that he or she is remiss in his/her Board responsibilities or continuance in office is not in the best interest of the Church. If the Board member wishes to appeal his/her removal, a formal appeal must be filed in writing with the Secretary of the Board within fifteen days of personal notification of Board action. Upon receipt of the formal appeal, the President shall call a congregational meeting. A simple congregational

¹⁰ Replacing 'immediate'.

¹¹ Replacing 'two'.

¹² Replacing 'ex officio' with '*ex officio*, but non voting'

majority vote is required to **[reverse the removal of]**¹³ the Board member.

- C. The Board of Directors shall hold one regular meeting each calendar month and shall from time to time hold special meetings, at the discretion of the President, when the need arises.
- D. Two-thirds of the members of the Board **[of Directors, not including *ex officio* members,]** shall constitute a quorum.
- E. The Board of Directors, on behalf of the church, shall have the following responsibilities:
 - 1. It shall have the charge of all the property of the church, of the conducting of all the business affairs of the church, and control of its administration.
 - 2. It shall appoint all employees except the minister.
 - 3. It shall authorize all expenditure of monies, but no contract involving more than ten-percent of the annual budget shall be made without getting the vote of a majority of the members of the church at a specially called meeting.
 - 4. **[Except as otherwise provided in these bylaws,]** it shall determine what new organization may be established within the Church.
 - 5. It shall pass upon requests for use of the Church property.
 - 6. It shall approve or confirm the appointment of members of all standing committees as may be deemed necessary (excepting Congregational appointees to the ¹⁴ Nominating Committee).
 - 7. It shall appoint two active members to the ¹⁵ Nominating Committee.
- F. The term of the members of the Board of Directors shall be staggered or rotating terms of two years such that the President, Treasurer, and two Members at large rotate from office in alternative years from the Vice-President, the Secretary, and the remaining members at large. Terms of office will officially begin on June 1 of

¹³ Replacing 'remove'.

¹⁴ Deleting 'Board'.

¹⁵ Deleting 'Board'.

the year of election and end two years later on May 31. The term of the immediate past Board President will begin on June 1, following the election of a new President, and end when there is a new immediate past Board President.

G. Members at large

1. Members at large shall provide additional representation for congregational members, assuring that the Board is accurately informed of congregational sentiments on issues.
2. Members at large shall perform such other duties as may be prescribed by the Board.
3. Only active members of the Church may serve as Members at large.

H. [There shall be a Committee on Ministry (sometimes referred to simply as ‘the Committee’ if unambiguous in context) which, on behalf of the congregation, shall continuously assess every facet of the congregation’s ministry in the light of its mission-covenant statement including the performance of its Minister and other paid or volunteer agents who carry out the ministry. On the basis of its assessment the Committee is authorized to report to the congregation and to the Board of Directors, to promote the congregation’s awareness of and commitment to the mission-covenant, to consult with the Minister and other agents of the ministry, and to make non-binding recommendations to those agents and the Board of Directors or to the congregation. The Committee is authorized to respond with immediacy to manage any conflicts, expressed attitudes, or real activities that might threaten or have an adverse effect on the ministry. And the Committee is authorized to develop policies for its own members to govern how it handles issues, conflicts, complaints or suggestions which are presented to it.]

I. [The Committee on Ministry is composed of six active members of the congregation, each member to serve for three (3) years, except that for the first Committee two members shall be elected to serve one year and two members shall be elected to serve two years. A year must pass before someone who has served on the Committee can serve on it again. A member of the Committee may not serve as a member of the Board of Directors or as a paid employee of the Church during his or her term on the Committee. The Minister will be an advisory and non-voting member of the Committee.]

J. [Members of the Committee on Ministry should be chosen from active members of the congregation who have a primary commitment to the congregation’s mission and ministry; an ability to see past the parts of the

ministry to account for the whole; personal integrity; the ability to be caring while honest and straightforward; the capacity to keep confidences; the ability to listen; an ability to make tough decisions, and a minimum of two years of evidenced committed membership as a Unitarian Universalist.]

- K. [The Committee on Ministry is elected by the congregation from a list of names created according to the following process: The Committee shall propose a list of names of active members to the Nominating Committee which shall then nominate from that list the number needed to bring the Committee up to six, except that for the first Committee election the first list shall be proposed by the Interim Committee on Ministry. There are to be no nominations from the floor.]**
- L. [The Committee on Ministry shall meet when it determines that a meeting is needed, but at least monthly. Two-thirds of the Committee shall constitute a quorum and the Committee's chairperson or two-thirds of its membership can call a meeting. The meetings shall be strictly confidential and at a location other than at a building owned by the church. Only the date of the meeting and a contact person for communication of suggestions or concerns shall be publicized. Attendance by non-members is by invitation only.]**
- M. [A member of the Committee on Ministry may resign at any time, and the remaining Committee members may appoint a qualified, active member of the Church to finish the term. A member of the committee may be removed if two-thirds of the members of the Committee determine that he or she is remiss in his or her responsibilities as a member or that her or his continuance on it is not in the best interest of the Church. If he or she wants to appeal his or her removal, a written appeal must be filed with the Secretary of the Board within fifteen days of notification in writing of removal. Upon receipt of the written appeal by the Secretary, the President shall call a congregational meeting. A simple majority vote is required to reverse the removal. If the removal is not reversed, the Board of Directors may appoint a qualified, active member of the Church to finish the term.]**

ARTICLE VIII. OFFICERS

- A. The Officers of the Board shall be a President, a Vice President, a Secretary, a Treasurer who shall be elected in accordance with Article [VII]¹⁶, Section F of these bylaws. Only active members of the Church are qualified to be elected to the above named offices.**

¹⁶ Replacing 'VI'.

B. President

1. President shall be chairperson of the Board of Directors and shall preside over all business meetings of the Church.
2. The President shall be an [*ex officio but non voting*]¹⁷ member of all committees except the Nominating Committee [**and the Committee on Ministry**].
3. The President shall represent the Church on all appropriate occasions and make appointments so that the Church will be represented on other desirable occasions.

C. Vice President

1. The Vice President shall serve as liaison and coordinator between the Board and Board-designated committees.
2. The Vice President shall act in the place of the President during his/her absence and shall perform such other duties as may be prescribed by the Board of Directors.

D. Secretary

1. The Secretary shall keep the minutes of the meetings of the Board of Directors and of the Congregation.
2. The Secretary shall handle all correspondence in the name of the Church.
3. The Secretary shall perform such other duties as may be prescribed by the Board of Directors.
4. The Secretary shall be responsible for keeping all records and correspondence files as the property of the Church.

E. Treasurer

1. The Treasurer shall receive and keep safe the monies and other property of the Church entrusted to him/her.
2. The Treasurer shall disburse monies by check, within the budget of each

¹⁷ Replacing 'ex-officio (non-voting)' with '*ex officio but non voting*'.

committee and under the direction of the Board of Directors.

3. The Treasurer shall keep a complete account of the finances of the Church in books which shall be open for inspection on a ten-day notice to **[members of the Board of Directors or Committee on Ministry]**¹⁸.
4. The Treasurer shall render a current statement at each regular meeting of the Board of Directors.
5. The Treasurer's annual statement shall be by a person designated by the Board of Directors.
6. With the consent of the Board of Directors, he/she may appoint an Assistant Treasurer, but said appointee shall not be a member of the Board of Directors.
7. The Treasurer shall furnish statements of contributors' pledges and payments to the Board of Directors **[and to the Committee on Ministry]**.
8. At the discretion of the Board of Directors, bond may be required. If bond is required, it shall be paid by the Church.

ARTICLE IX. PARLIAMENTARIAN

- A. An Active Member of the Church shall be elected as Parliamentarian at the Annual Meeting **[at which members of the Board of Directors and Committee on Ministry are elected]**. The term of office shall be for one year, beginning June first and ending May 31.
- B. The Parliamentarian shall be required to attend the Annual Meeting and special meetings in November and any other congregational meeting legally called.
- C. The Parliamentarian shall be responsible for ruling, on request by the Board, in matters pertaining to "Robert's Rules of Order."
- D. The Parliamentarian shall, within sixty days of election, submit a second for Board appointment to serve in absence of the Parliamentarian.

ARTICLE X. MINISTER

- A. A Minister shall be elected by two-thirds of the qualified members at any regular

¹⁸ Replacing 'the Officers or Directors'.

or special meeting called for that purpose.

- B. The Minister shall be an [*ex officio but non voting*]¹⁹ member of all Church committees.
- C. The Minister may be dismissed at any regular or special meeting called for that purpose by two-thirds of the qualified voters. However, the Minister shall receive six months' notice of termination and salary unless a shorter period is mutually agreed to.

ARTICLE XI. COMMITTEES

- A. The Board of Directors shall establish committees and specify the responsibilities and duties to be performed by each committee. Committees shall be classified as either “standing” or “ad hoc”, depending on the nature of their function.
- B. The Secretary shall maintain a current list of committees for information to members and display the list and all changes on the Official Bulletin Board.
- C. Chairpersons of all committees shall be active members.

ARTICLE XII. AMENDING BYLAWS

- A. These Bylaws may be amended by a vote of the membership, at any duly constituted regular or special congregational meeting, as provided for in Article [VI]²⁰, provided that the following has occurred:
 - 1. A draft proposal of said bylaw amendment, showing the exact language to be deleted or added, has been submitted to the Board of Directors for review.
 - 2. The proposed exact language change(s) to the bylaws has been provided in the notice of meeting sent to all church members, as described in Article [VI]²¹ of these bylaws.
- B. The proposed bylaw amendment may be adopted by a vote of the majority of members present at a duly constituted regular or special congregational meeting.

¹⁹ Replacing ‘ex-officio (non-voting)’ with ‘*ex officio but non voting*’.

²⁰ Replacing ‘V’.

²¹ Replacing ‘V’.