



First JUSTICE WITH
LOVE AND JOY,
OPEN TO AWE
Unitarian
Universalist
SOCIETY OF SYRACUSE

CONSTITUTION

FIRST UNITARIAN UNIVERSALIST SOCIETY OF SYRACUSE, NEW YORK

ARTICLE I - Name

This organization shall be known as the First Unitarian Universalist Society of Syracuse, New York.

ARTICLE II – Purposes

Section 1) This Society, with a historical background in the Jewish and Christian traditions, shall provide a spiritual center for its members which recognize the world’s many sources of religious truth, values and wisdom. The Society affirms individual freedom of belief: the inherent dignity and worth of every person and justice, equity and compassion in human relations. Its members shall unite in fellowship, strengthening one another in seeking truth and ultimate values, and accepting responsibility for the interdependent web of which we are a part.

Section 2) This Society declares and affirms its special responsibility to include and welcome all people in the life of the Society. Thus, the Society promotes full participation in all its activities and in the full range of human endeavor without regard to age, race, color, national origin, gender, gender identity, affectional or sexual orientation, disability, religious belief or creed or particular interpretation of religion.

ARTICLE III-Congregational Authority

The ultimate governing authority of the Society resides in its members who may, through action taken at a properly authorized Congregational Meeting held in accordance with this constitution, direct the policies and actions of the Board of Trustees (BOT).

ARTICLE IV-Membership

Section 1) Affiliation with this Society and participation in the Society's programs and activities is open to all.

Section 2) Voting Members

- A) Any person at least 16 years of age who affirms and supports the principals of Unitarian Universalism and the Purposes, Mission, and Covenant of this Society, may become a Voting Member.
- B) Voting Membership shall be initiated when an individual affixes his or her signature in the Society's Membership Book. This will follow an informational period that will include participation by the prospective member in appropriate orientation activities conducted by a BOT designated committee. The Minister or an Officer of the Society shall witness the signature and certify so in the Membership Book. In addition in order to maintain voting privileges a Voting member must do at least one of the following:
 - a. make a donation of record
 - b. participate in the life of the congregation in a regular fashion, for example, singing in the choir on a regular basis, teaching in Lifespan Faith Development, volunteering on a Team or Ministry.
- C) Voting privileges become effective thirty (30) days after the Membership Book is signed.
- D) This Society shall formally recognize membership.
- E) Rights of - Voting Members include:
 - 1) Voting privileges at Congregational Meetings
 - 2) Services of union, child dedication, and memorial services
 - 3) Eligibility for participation as a Chairperson, Officer, and elected Trustee
 - 4) Eligibility to serve as a voting delegate at denominational meetings
- F) Responsibilities of Voting Members include:
 - 1) Participation in the programs and activities of the Society
 - 2) Financial support of the Society through a contribution of record within the past 12 months unless given a confidential waiver that is available by request from the Minister or President
 - 3) Affirm and support the Principals of Unitarian Universalism, and the Purposes, Mission and the Covenant of the Society

Section 3) Associate Members

- A) Associate Members are formerly - Voting Members who, by personal circumstances, cannot maintain regular participation in the programs and activities of the Society.
- B) Rights of Associate Members include services of union, child dedication and memorial services.
- C) Responsibilities of Associate Members include:
 - 1) Affirm and support the Principles of the Unitarian Universalism, and the Purposes, Mission and the Covenant of the Society.

Section 4) Life Member

- A) A long standing Voting or Associate Member may be recognized by the BOT for their service and contributions to the Society with designation as a Life Member.
- B) The designation shall be for life and carry with it Voting privileges at Congregational Meetings, the rights of services of union, child dedication, memorial services and pastoral care regardless of financial contributions or active participation.
- C) A record of all Life Members shall be maintained by the BOT and shall be presented to the Society in writing at the Annual Meeting.

Section 5) Change of Membership Status

- A) A Voting or Associate Member may terminate membership by submitting a letter of resignation in writing to the BOT.
- B) Three months in advance of “Unitarian Universalist Association (UUA) Member Certification”, the President shall cause to be generated, a list of Voting and Associate Members who have no financial contribution on record for more than 12 months and have not asked for a confidential waiver, and who have not had regular participation in the Society and who should be contacted about their membership status. The Minister, Lifespan Faith Development Director, and Music Director shall review this list and provide relevant information to the President.
- C) The President shall send a letter to those members identified through lack of participation in the Society or lack of financial contribution. The letter shall review the rights and responsibilities of Voting and Associate Membership and request a response which indicates their continued interest in Voting Membership. No response within 30 days shall be considered a lack of interest and the membership shall expire. Membership may be reestablished at any time once responsibilities of membership are met.

- D) The process of membership review shall come to a close no later than the “UUA Member Certification” deadline of each year, in the form of reports from the Society President to the BOT and to the UUA. The BOT shall ensure that an accurate list of Voting and Associate Members is maintained and former years’ lists kept on file.

ARTICLE V – Denominational Affairs

This Society shall maintain affiliation with the UUA and the New York State Convention of Universalists or their successors as long as such affiliation is in accord with the purpose of the Society.

ARTICLE VI – Meetings

Section 1) An Annual Meeting of the Society shall be held each year at a time and place set by the BOT. The agenda of the Annual Meeting shall include election of officers and other members of the BOT, election of the members of the Nominating Committee, adoption of the annual budget, and any other business of concern to the Society.

Section 2) Any person attending a meeting of the Society shall have the privilege of speaking. Voting is limited to Voting Members.

Section 3) Thirty (30) percent of the membership as reported to the UUA shall constitute a quorum for any meeting of the Society. A majority of those present and voting shall decide any question unless otherwise specified in this Constitution.

Section 4) A meeting of the Society may be called at any time by the BOT, or shall be called upon petition to the BOT by ten Voting Members of the Society, in accordance with New York State law. A special meeting shall be called to approve any unbudgeted expenditures which exceed \$5,000. The BOT may approve expenditures which exceed this amount when an emergency condition arises which threatens the safety of the Society facility. The congregation shall be advised of such actions through written notice and announcement from the pulpit.

Section 5) At least two weeks prior to the date of any meeting of the Society, the BOT must cause a notice of the meeting to be transmitted by electronic mail or regular United States mail to the address of all -Voting Members as it appears in the records of the Society. Further notice of such meeting shall be posted at the Society and, if possible, announced from the pulpit on two successive Sundays. Notice of the Annual Meeting shall include the report of the Nominating Committee and proposed budget. Notice of any special meeting shall specify the business to be transacted.

Section 6) Before each meeting of the Society, the BOT shall nominate a moderator to be elected as the first order of business. The nominee shall be a Voting Member of the Society. Nominations from the floor shall be received, provided the candidate is a Voting Member of the Society.

Section 7) This Society may decide to make a public statement on an issue of social concern in a Congregational Meeting called for that purpose.

- A) Such a proposed action must be listed as an agenda item in the notice of the meeting. The BOT is responsible for ensuring that the Society's tax-exempt status would not be jeopardized by such a statement and that careful study and discussion open to the entire Society precede the meeting at which the proposed statement is considered. Two-thirds of those present and voting are required for adoption.
- B) The vote shall be by unsigned written ballot.
- C) Unless the approved action stipulated otherwise, the BOT may publicize the result of the vote in any appropriate manner. Making a public statement is not a test of membership but a basis for reflection, discussion, and action.

Section 8) Proxy voting is not allowed at any meeting, in accordance with New York State law.

ARTICLE VII – Officers

Section 1) There shall be the following Officers of the Society elected from the Voting Membership for one year terms at the Annual Meeting as follows:

- A) President
- B) Vice President
- C) Treasurer
- D) Financial Secretary
- E) Clerk

Section 2) Officers shall begin their terms with the start of the new fiscal year. Notwithstanding the one year term in Section I, Officers shall serve until their successors' terms begin.

Section 3) The President and Vice President may not serve more than three consecutive terms. The Treasurer, Financial Secretary and Clerk may not serve more than five consecutive terms. Service greater than 6 months shall be considered a full term.

Section 4) Should a vacancy occur among the Officers of the Society, the Nominating Committee shall propose a candidate to fill the position and the BOT may then elect by a two-thirds vote that person to fill the unexpired term. Failure to elect that candidate will require another proposal.

Section 5) An Officer may be removed by the congregation, for cause, at a special Congregational Meeting called for that purpose.

ARTICLE VIII – Duties of Officers

Section 1) The President of the Society shall preside over meetings of the BOT and shall perform other such duties as required of the office. The President is an ex-officio member of all committees except the Nominating Committee and Ministerial Search Committee.

Section 2) The Vice President acts in the absence of the President, and is an ex-officio member of all committees except the Nominating Committee and Ministerial Search Committee.

Section 3) The Treasurer shall have charge of all funds of the Society and shall supervise their disbursement. The Treasurer shall cooperate with the appointed committee in the annual examination of all accounts and with all other BOT appointed committees related to financial matters.

Section 4) The Clerk shall record the minutes of all meetings of the Society and of the BOT and shall perform such other duties as may be assigned. The Clerk shall submit a written report to the Society concerning the actions of the BOT at least quarterly. Should the Clerk not be in attendance at a meeting, the BOT shall appoint one of its members to carry out the required duties at that meeting.

Section 5) The Financial Secretary shall keep an accurate record of all funds received by the Society and shall cooperate with the appointed committees in the examination of all accounts.

ARTICLE IX – Board of Trustees

Section 1) The BOT shall be composed of:

- A) The Officers, except the Financial Secretary, elected according to Article VI.
- B) Three additional Voting Members, elected one each year, with each elected member holding office for three years. A member who has served a full term of three years is not eligible for re-election until a year after that term of office expires. A member who has filled a partial term greater than eighteen months shall be deemed as having served a full term for the purposes of re-election.
- C) Trustees shall begin their terms with the start of the new fiscal year. Notwithstanding the three year term in Section B, Trustees shall serve until their successors' terms begin.
- D) The Minister and Lifespan Faith Development Director are ex-officio, non-voting members.

Section 2) Five voting members of the BOT shall constitute a quorum.

Section 3) The BOT shall act on behalf of the congregation to administer and manage the business and programs of the Society when a Congregational Meeting is not in session.

This shall include establishing and overseeing implementation of policies and procedures, establishing committees, employing individuals other than the Settled Minister, executing of contracts, and fulfilling obligations as deemed necessary and in accordance with the annual budget. In carrying out its functions the BOT shall actively communicate with the congregation about critical issues and actions.

Section 4) Meetings of the BOT shall be held monthly with the exception of July and August. Additional meetings of the BOT may be called by any two members, with an attempt being made to notify all members at least 24 hours prior to the meeting. The purpose of such meetings shall be stated in the notice of the meeting.

Section 5) Three unexcused, consecutive absences shall result in loss of membership on the BOT. After two consecutive absences, the Clerk shall remind the board member of this requirement. A Trustee may also be removed by the congregation at a special Congregational Meeting called for that purpose, for cause, other than non-attendance.

Section 6) Any member of the Society is entitled to attend any meeting of the BOT. Any member of the BOT or other attendee shall be entitled to submit a written statement relative to the proceedings of the meeting to be filed with the minutes of the meeting. The BOT shall have the privilege of calling an executive session for the purposes of discussion. Voting shall be done in an open meeting. Any non-unanimous vote shall be recorded by the Clerk as a roll call vote.

Section 7) Any vacancy among the Trustees or Nominating Committee may be filled by appointment by the BOT until the time of the next Annual Meeting, at which time the vacancy for an unexpired term shall be filled by the regular election process.

Section 8) Each year the BOT shall appoint a committee to review the financial controls in place and to insure the Society is operating within federal and state law. The committee shall make an annual report of that examination to the BOT.

ARTICLE X – Minister

Section 1) The Minister shall be responsible for working individually and in collaboration with designated committees to:

- A) Promote the spiritual welfare of the congregation
- B) Conduct worship services
- C) Provide pastoral care and counseling
- D) Facilitate implementation of the goals, policies and procedures established by the BOT and the congregation
- E) Provide leadership and support for the total Society program

Section 2) The Minister is guaranteed a free pulpit.

Section 3) The Minister shall keep an accurate permanent record of all child dedications, weddings, funerals and memorials services at which the Minister officiates or which occur under the auspices of the Society during the Minister's tenure.

Section 4) A Settled Minister shall be called by the congregation and report to the BOT.

Section 5) Ministerial Search Process

- A) Upon notification of an immediate or future vacancy of the Settled Ministerial Office, a Ministerial Search Committee, consisting of no fewer than five Voting Members of the Society shall be elected by the congregation at a meeting called for that purpose from candidates proposed by the Nominating Committee to the congregation
- B) In searching for a Settled Minister, preference shall be given to ministers in fellowship with the Unitarian Universalist Association or its successor

Section 6) A meeting of the Society shall be held to call a Settled Minister. Notice of such proposed action must be included in the call to the meeting. A quorum for a meeting to call a Settled Minister is forty (40) percent of the Voting Members. Eight-five (85) percent of the members present and voting are required to call a Settled Minister.

Section 7) A Settled Minister holds tenure until resignation or dismissal, subject to Section 9.

Section 8) The Settled Minister shall meet annually with the BOT to discern the effectiveness of the Minister's working relationship with the congregation, with the intent of strengthening the Society's ministry.

Section 9) A Settled Minister shall be dismissed by a majority vote of the members present and voting at a Congregational Meeting convened for this purpose. Such a meeting may be called by the BOT or must be called by the BOT on written request of at least ten Voting Members of the congregation, according to New York State law. To consider a Termination of Call, written notice must be mailed to all Voting Members and the Minister at least four (4) weeks in advance of the meeting. The Minister shall be entitled to speak at the meeting. No notice shall be placed in the Society newsletter or read from the pulpit. A quorum for the meeting is forty (40) percent of the Voting Members.

Section 10) An Interim or Consulting Minister is hired and dismissed by the BOT.

ARTICLE XI – Nominating Committee

Section 1) The Nominating Committee shall be comprised of four Voting Members, all of whom are elected at an Annual Meeting and one member being the Clerk of the BOT. The Clerk of the BOT shall be a representative to the Nominating Committee and shall be a voting member only when there is a tie vote. The elected members shall serve for staggered three year terms, one being elected each year. No person shall serve on the Nominating Committee more than one term consecutively.

Section 2) The Nominating Committee shall prepare a slate of candidates for officers of the Society and Trustees to be elected at-large (as specified under Articles VI and VII), and for members of the Nominating Committee for the coming year. Current members of the Nominating Committee shall not be eligible to be nominated to the BOT while serving on the Committee. The Nominating Committee shall also work with the BOT, to produce a slate of candidates for a Ministerial Search Committee when necessary, insofar as possible, the nominee for president shall have served as a member of the BOT in the year immediately preceding the nomination. If such nomination creates a vacancy on BOT, the Nominating Committee shall present a candidate for that vacancy.

Section 3) Nominations may be made from the floor, provided the person named has consented to the nomination. Nominees from the floor shall be given opportunity to present their candidacies. Should a nominee from the floor take advantage of such an opportunity, other candidates for the same office shall be offered a similar privilege.

Section 4) When vacancies occur during the year, the Nominating Committee will provide suggestions to the BOT for candidates to fill those vacancies.

Section 5) The Nominating Committee shall be convened no later than four months after the Annual Meeting by the Clerk of the Society. At the first meeting, the committee shall choose a chairperson from among its members.

ARTICLE XII – Appointed Committees

Section 1) The BOT shall designate and volunteer as necessary to carry out the activities of the Society.

Section 2) Committee, Team and Ministry Chairpersons shall be approved by the BOT.

Section 3) Committee Chairpersons and a majority of each committee must be Voting Members of the Society.

Section 4) The BOT shall designate the responsibilities of each committee.

ARTICLE XIII – Amendments

Section 1) Amendments to the Constitution may be proposed by the BOT or by written petition of ten -Voting Members of the Society. Notice of the Constitutional amendment must be transmitted by electronic mail or regular United States mail to the address of all - Voting Members as it appears in the records of the Society at least two weeks prior to the meeting at which action is to be taken.

Section 2) This Constitution may be amended by a two-thirds vote of those voting members present at a meeting of the Society.

ARTICLE XIV – Parliamentary Authority

Robert’s Rules of Order, Newly Revised (current edition) shall apply to the conduct of business in all cases in which they are not inconsistent with state law, this constitution, or any Standing Rules of Order adopted by the Society.

ARTICLE XV – Dissolution

Section 1) In case a dissolution of the Society, all property, real and personal, subject to all just and legal claims upon it, shall vest in the New York State Convention of Universalists, or its successor, to be held in trust for the benefit of future Unitarian Universalist Churches in this vicinity or for advancing the purpose of the UUA or its successor.

Section 2) In accordance with New York State law, dissolution can occur only if there is an affirmative vote of two-thirds of the Voting Members of the Society, present and voting at a meeting called for that purpose. Notice of such a meeting must be transmitted by electronic mail or regular United States mail at the address of all Voting Members as it appears in the records of the Society at least four weeks prior to the meeting.