

UNITARIAN UNIVERSALIST CHURCH IN RESTON

1625 Wiehle Avenue, Reston, Virginia 20190

CONSTITUTION  
(Revised November 2000)

ARTICLE 1: NAME

This Church shall be known as the UNITARIAN UNIVERSALIST CHURCH IN RESTON.

ARTICLE II: PURPOSE

The purpose of this Church is to encourage individual self-realization through a cooperative quest for religious and ethical values and through service to the community.

ARTICLE III: RESTRICTIONS

No part of the net earnings of the Church shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Church shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article II hereof. Notwithstanding any other provision of these articles, the Church shall not carry on any activities not permitted under the Internal Revenue Code to be carried on by an organization exempt from Federal income tax or by an organization to which contributions are deductible for Federal income tax purposes.

ARTICLE IV: MEMBERSHIP

We welcome members of any creed, faith, national origin, race or color, social status, gender, sexual or affectional orientation, physical or mental ability or other similar classification.

Section 1. Membership

All persons fourteen years of age and over who subscribe to the purpose of this Church and to the statement, "I recognize the obligation, in becoming a member of the Unitarian Universalist Church in Reston, to support it as my time and circumstances permit," and who sign its membership book, shall constitute its membership. Membership shall be of two categories: active and associate.

Section 2. Active Membership

The active membership of the Church shall consist of those members eighteen years of age and over, whose residence permits regular attendance at services and participation in Church affairs, and who give tangible support to the Church.

### Section 3. Associate Membership

Those members who do not meet the qualifications for active membership shall be associate members.

### Section 4. Change in Membership Status

Withdrawal from membership or a request for a change in membership category may be made by written notice addressed to the Secretary, who shall communicate such notice to the Board at its next regular meeting.

The Board may provide that any member who does not participate in the affairs of the Church for a period of one year be requested to notify the Secretary in writing within thirty days if he/she desires to remain a member. Failure to reply within the specified time shall constitute withdrawal from membership.

## ARTICLE V: FISCAL YEAR

The fiscal year of the Church shall begin on July 1 and end on June 30.

## ARTICLE VI: CHURCH MEETINGS

### Section 1. Annual Meetings

The general meeting of the Church shall be held in February each year at such time and place as shall be fixed by the Board. At this meeting, the officers, other members of the Board, at-large members of the Leadership Council, and members of the Nominating Committee shall be elected; reports shall be made; and any other appropriate business shall be transacted. Written notice of the general meeting shall be mailed by the Secretary to all active members at least ten calendar days in advance of the meeting date. Notice shall include the report of the Nominating Committee.

The fiscal meeting of the Church shall be held in May each year at such time and place as shall be fixed by the Board. At this meeting, the Board shall submit a budget for the ensuing fiscal year to the Church membership for consideration and approval. Written notice of the fiscal meeting shall be mailed by the Secretary to all active members at least ten calendar days in advance of the meeting date. Notice shall include the budget proposed by the Board. Other business may be transacted at the fiscal meeting if corresponding written notice has been given.

### Section 2. Special Meetings

Special meetings may be called by the Board of its own initiative or upon written request by ten percent of the active members addressed to the President. Written notice of the special meeting stating its purpose(s) shall be mailed by the Secretary to all active members at least ten calendar days in advance of the meeting date. No business other than that announced in this manner shall be transacted.

### Section 3. Quorum

At any annual or special meeting of the Church, twenty percent of the active membership shall constitute a quorum.

#### Section 4. Nominations to Elective Positions

The Nominating Committee shall provide a slate of candidates for elective positions at the general meeting, as set forth in Article XII. Other nominations for elective positions may be submitted from the floor, providing such nominees, either in person or in writing, express their willingness to serve. All nominees shall meet the eligibility requirements set forth elsewhere herein.

#### Section 5. Voting

Voting at any annual or special meeting shall be open to all active members at the time official notice of the meeting is given. A majority of votes cast at any meeting shall decide any question except as specifically provided elsewhere in this Constitution. No proxy or absentee ballots shall be accepted. Contested elections for positions on the Board, the Leadership Council or the Nominating Committee shall be by secret ballot.

#### Section 6. Rules of Order

Robert's Rules of Order (Newly Revised) shall govern at all meetings and meetings of the Board.

### ARTICLE VII: CHURCH ORGANIZATION

The organization of the Church shall consist of the following:

- (1) The officers, who shall be the President, the Vice President, the Secretary, and the Treasurer, as defined in Article VIII;
- (2) The Board, as defined in Article IX;
- (3) The Trustees of the Unitarian Universalist Church in Reston, as defined in Article X;
- (4) The Leadership Council, as defined in Article XI;
- (5) The Nominating Committee, as defined in Article XII; and
- (6) Such committees and appointed officers as the Board or the Church membership may establish.

### ARTICLE VIII: OFFICERS

Eligibility for staff positions, including that of minister, shall not be restricted by age, national origin, race or color, social status, gender, sexual or affectional orientation, or physical challenge.

#### Section 1. President

The President shall preside at all meetings of the Church and of the Board. The President shall be an ex-officio member of all committees except the Nominating Committee and shall represent the Church on all appropriate occasions.

#### Section 2. Vice President

The Vice President shall preside, in the absence of the President, at meetings of the Church and of the Board, shall fill the remainder of the President's term in the event the President vacates the office, and shall chair the Leadership Council.

#### Section 3. Secretary

The Secretary shall keep the minutes of Church and Board meetings, the records and policies of the Board, a current list of active and associate members, and the records of the Trustees of the Unitarian Universalist Church in Reston. The Secretary shall send to active members notices of all annual and special Church meetings and of all other matters as decided by the Board or the Church membership. All records of the Secretary shall remain the property of the Church and be made available to members.

#### Section 4. Treasurer

The Treasurer shall receive and keep safely all moneys and other property of the Church entrusted to his/her care and disburse the same to the satisfaction of the Board. The Treasurer shall keep a complete account of the finances of the Church on books that shall remain the property of the Church and that shall be open for inspection at any time to other members of the Board. The Treasurer shall render the required financial reports. The Treasurer and such other person(s) as the Board may designate shall have the authority to open checking and savings accounts and sign checks and withdrawal orders on behalf of the Church.

### ARTICLE IX: THE BOARD

#### Section 1. Composition

The Board shall consist of nine members: the President, the Vice President, the Secretary, the Treasurer, and five other members. All members of the Board shall be active members of the Church.

#### Section 2. Method of Election and Terms of Office

Three members of the Board shall be elected each year, not counting member(s) being elected to fill unexpired term(s). Church officers shall be elected annually and may be either incoming or continuing Board members.

The term of office for all members of the Board shall be three years. The term of office for Church officers shall be one year. Terms of office shall begin July 1.

Members of the Board may serve one three-year term, after which they shall be ineligible for one year for re-election or appointment to the Board. Within this limitation, the Church officers

may serve no more than two successive one-year terms. Members of the Board shall not concurrently serve as members of the Nominating Committee. With the exception of the Vice President, members of the Board shall not concurrently serve as members of the Leadership Council.

If a vacancy occurs in the Board, other than the office of President, the remaining members may appoint an active member of the Church to fill the vacancy until the next general meeting. The Vice President shall assume the duties of President should that office be vacated; the office of Vice President would be considered vacant and subject to the above appointment provisions. Such Board appointments shall not be considered a term as defined and limited above.

For purposes of eligibility for re-election, a member of the Board who through the processes of appointment and election has completed more than one year of an unexpired term of three years, shall be considered to be serving a full three-year term. Four consecutive years is the maximum length of time a person may serve on the board.

### Section 3. Functions and Responsibilities

The Board shall exercise general supervision and direction of the policy of the Church. Specific functions and responsibilities of the Board shall be to:

(a) Establish committees to carry out the purposes of the Church and appoint chairpersons for such committees, except that the membership may elect special committees reporting directly to the membership for specific and limited functions;

(b) Designate those committees whose chairpersons shall be members of the Leadership Council as defined in Article XI.

(c) Resolve any questions of jurisdiction between the Board and the Leadership Council.

(d) Devise means of raising funds and direct procurement of all moneys necessary for the support of Church programs;

(e) Resolve any questions as to the accuracy of the membership rolls of the Church;

(f) Carry out the provisions of Article XIII concerning employment of Church staff members;

(g) Promote and oversee the religious activities of the Church, including worship services and child and adult religious education programs:

(h) Present at each fiscal meeting a proposed budget for the ensuing fiscal year;

(i) Authorize expenditures pursuant to the approved budget, having the power to reallocate funds from one item of budget to another, and approve total expenditures beyond the approved budget of no more than five percent;

(j) Appoint an Assistant Treasurer, at the Board's discretion;

- (k) Make such rules of procedure for the Board as it deems advisable;
- (l) Fill any vacancy in the Board's membership, including the offices of the Vice President, the Secretary, and the Treasurer, or in the Nominating Committee as provided in Article XI, or in the at-large members of the Leadership Council;
- (m) Establish and maintain separate funds for special purposes outside the budget;
- (n) Appoint not less than three nor more than five active members who shall constitute the Trustees of the Unitarian Universalist Church in Reston as set forth in Article X;
- (o) Designate officers to execute promissory notes or other evidence of indebtedness authorized by the membership, as set forth in Article XV;
- (p) Authorize any instrumentality of the Church to receive and disburse moneys, in which case an annual report as of March 31 shall be submitted to the Treasurer prior to each fiscal meeting, as well as any interim reports that the Treasurer may require;
- (q) Take all appropriate measures to ensure reasonable protection and preservation of Church facilities;
- (r) Provide for an audit of financial and property records at the end of each fiscal year; and
- (s) Perform other functions necessary to fulfill the purposes and obligations of the Church.

#### Section 4. Meetings

The President shall call regular meetings of the Board. Meetings may also be called at the request of five Board members. Five members of the Board shall constitute a quorum. Board meetings, except those convened in executive session, shall be open to Church members.

### ARTICLE X: TRUSTEES OF THE UNITARIAN UNIVERSALIST CHURCH IN RESTON

All real and personal property of the Church shall be vested in the Trustees of the Unitarian Universalist Church in Reston in accordance with Section 57-8, Title 57 of the Code of Virginia, 1950, as revised. the Trustees of the Unitarian Universalist Church in Reston shall take no action with respect to such real or personal property except as the Board may direct. The Board shall have the authority to remove any or all Trustees of the Unitarian Universalist Church in Reston at any time with or without cause and to appoint all successors.

### ARTICLE XI: THE LEADERSHIP COUNCIL

#### Section 1. Composition

The Leadership Council shall consist of the Vice President, chairpersons of at least six committees designated by the Board as Leadership Council members, and two at-large

members elected by the membership of the Church. No member may serve concurrently as an at-large member and as a chairperson of a designated committee. Each member of the Leadership Council shall have one vote. All members of the Leadership Council shall be active members of the Church.

## Section 2. Method of Election and Terms of Office for At-Large Members

One at-large member of the Leadership Council shall be elected every year to serve a two-year term. An additional at-large member may be elected to fill an unexpired term. Terms of office shall begin July 1.

An elected or appointed at-large member of the Leadership Council shall be eligible for election for one additional term, after which that person shall be ineligible for one year for further election or appointment as an at-large member. Also ineligible for election or appointment to at-large membership are members of the Board, members of the Nominating Committee and chairpersons of those committees designated for Leadership Council membership. Should an at-large member of the Leadership Council accept a Board appointment as chairperson of a designated committee, the at-large member position shall be considered vacant and subject to Board appointment provisions for completion of the unexpired term.

## Section 3. Functions and Responsibilities

The Leadership Council shall exercise general supervision and direction of the programs of the Church and shall provide a communication tree for church committees and established groups. Specific functions and responsibilities of the Leadership Council shall be to:

- (a) Plan and manage major Church events, other than worship services and congregational meetings;
- (b) Maintain the Church calendar;
- (c) Approve and coordinate short-term rentals of Church space that will not have a material impact on the Church budget;
- (d) Make recommendations to the Board regarding the structure of committees and standing groups of the Church;
- (e) Make recommendations to the Board regarding the needs of the various committees and standing groups of the Church;
- (f) Perform other functions necessary for the smooth operation of the programs of the Church.

## Section 4. Meetings

The Vice President shall call meetings of the Leadership Council. Five members of the Leadership Council shall constitute a quorum. All meetings of the Leadership Council shall be open to Church members. The Vice President may designate a chair pro-tem to preside at meetings when the Vice President is absent.

## ARTICLE XII: THE NOMINATING COMMITTEE

### Section 1. Composition

The Nominating Committee shall consist of five members, none of whom may concurrently serve as members of the Board or as at-large members of the Leadership Council.

### Section 2. Method of Election and Terms of Office

Members of the Nominating Committee shall be elected at the general meeting to serve a two-year term beginning April 1. The Board shall make appointments to fill vacancies in the Nominating Committee only as necessary to maintain committee membership at three, such appointments to be effective until the following July 1. Nominating Committee members shall not be eligible for election to consecutive terms. The number of members to be elected at the general meeting shall be that required to attain a membership of five.

### Section 3. Functions and Responsibilities

The Nominating Committee shall present at the general meeting one nominee for each elective position to be filled. The committee shall select as nominees active members who, in its opinion, are qualified and have confirmed their willingness to serve in the position for which they are nominated.

The Nominating Committee shall not nominate any of its members for an elective position. This shall not preclude a Nominating Committee member from being nominated from the floor. The Nominating Committee slate shall be published and distributed with the announcement of the general meeting.

The Nominating Committee may be requested by the Board to present recommendations to the membership for any slate of special committees.

### Section 4. Meetings

The chairperson shall call meetings of the Nominating Committee, which shall be conducted in closed session. Three members shall constitute a quorum.

## ARTICLE XIII: EMPLOYMENT OF THE CHURCH STAFF MEMBERS

Eligibility for staff positions, including that of minister, shall not be restricted by age, national origin, race or color, social status, gender, sexual or affectional orientation, or physical challenge.

### Section 1. Appointment of the Minister

On determining the need to call a new Minister, the Board shall appoint a Ministerial Search Committee and provide that committee with provisional conditions of employment. The Ministerial Search Committee, in consultation with the Unitarian Universalist Association, shall carry out an appropriate search and nominate a candidate. The candidate shall then be invited to meet with the Board to develop mutually acceptable conditions of employment. The Board

shall call a special meeting of the Church to receive the report of the Ministerial Search Committee and to vote upon calling the candidate to serve as Minister under the specified conditions of employment. Favorable support of seventy-five percent of active members present shall constitute appointment of the Minister.

The above provisions do not preclude appointment of an Interim Minister to serve between Ministers. Pursuit of this option shall require approval by a simple majority of a duly convened annual or special meeting. Service by an Interim Minister for more than two years shall require appointment as Minister with approval of seventy-five percent of active members present at an annual or special meeting.

#### Section 2. Appointment of Other Staff Members

The Board shall appoint other staff members, such as a religious education director, administrator, or secretary, consistent with Church needs, with the following limitations:

(a) The position must be established in an approved budget and the salary may not exceed that stipulation therein. Otherwise, a special meeting shall be convened to approve an appointment and budget modification. Favorable support of a simple majority of active members present shall constitute approval.

(b) The Board shall solicit and take account of the Minister's appraisal of prospective appointees.

#### Section 3. Resignation of the Minister

The Board shall require the Minister to provide written notification of his/her intent to resign not less than ninety days prior to the effective date of resignation.

#### Section 4. Involuntary Termination of Church Staff Members

Involuntary termination of Church staff members should be initiated only upon failure to resolve differences and, in the case of the Minister, after having solicited the good offices of the Unitarian Universalist Association.

Involuntary termination of the Minister may be initiated either by the Board or by petition of not less than twenty percent of active members. A special meeting shall be convened to consider dismissal actions. Involuntary termination shall require the approval of two-thirds of active members present. Involuntary termination of other staff members shall require approval by the Board.

The Board shall provide written notification to a terminated staff member. In the case of the Minister, such notification shall be provided at least ninety days in advance of the effective termination date; in the case of other staff members, the Board shall provide advance notification as it deems appropriate.

#### Section 5. Salaries and Benefits

Salaries and benefits of Church staff members shall be reviewed annually by the Board, drawing on recommendations from any committee(s) it may constitute or charge for this

purpose. Adjustments having financial impact shall be identified in the annual budget proposal and be subjected to the budget approval process. Other adjustments in benefits shall require approval only by the Board.

#### ARTICLE XIV: THE MINISTER

##### Section 1. Functions and Responsibilities

The Minister shall:

- (a) Provide leadership in keeping with the purpose of the Church;
- (b) Be responsible for the conduct of Church services and, in cooperation and coordination with such committees that may be appointed by the Board, determine the order and content of those services;
- (c) Provide, or arrange provision of, pastoral services such as counseling and other reasonable assistance to active members as the need may arise;
- (d) Promote the purpose and well-being of the Church in such community activities as may be appropriate;
- (e) Arrange for the provision of substitute ministerial services during periods of predictable absence;
- (f) Supervise other staff members, taking full account of policies that may be established by the Board; and
- (g) Serve as an ex-officio, non-voting member: of the Board, except when the Board meets in executive session; of the Leadership Council, and of all committees of the Church except the Nominating Committee, a Ministerial Search Committee, or any committee duly constituted by the Board to address Church staff member relations.

##### Section 2. Freedom of Expression

The Minister shall have a free pulpit and shall support free expression of the Congregation. The Minister may engage in activities or organizations as he/she determines appropriate to his/her personal ministry or interests, providing they do not conflict with the purpose of the Church or detract from performance of Church duties.

#### ARTICLE XV: INDEBTEDNESS AND REAL PROPERTY

The Board shall not incur indebtedness beyond amounts needed to cover budgeted items except as provided in Article IX, Section 3(g), or buy or sell real property on behalf of the Church, without prior approval of a majority at an annual or special meeting. To the extent required by law, this power shall be exercised through the Trustees of the Unitarian Universalist Church in Reston.

#### ARTICLE XVI: DISSOLUTION

In the event of dissolution of the Unitarian Universalist Church in Reston, any assets remaining after all just debts have been paid shall be distributed to the Unitarian Universalist Association. However, if the named recipient is not then in existence, is no longer a qualified distributee, or is unwilling or unable to accept the distribution, then the assets of this Church shall be distributed to a fund, foundation, or corporation organized and operated exclusively for charitable purposes exempt from Federal income taxes under the Internal Revenue Code.

## ARTICLE XVII: AMENDMENTS

### Section 1. Proposed Amendments

Amendments to this Constitution may be proposed by the Board, acting for itself, or by written petition of ten percent of the active membership. The Secretary shall notify active members of the text of a proposed amendment at least ten days prior to the annual or special meeting at which its approval will be considered.

### Section 2. Approval of Amendments

A favorable vote of a two-thirds majority at an annual or special meeting shall be required for approval of an amendment to this Constitution.