

**Proposed Revision of UCC Constitution**  
**CONSTITUTION**  
**OF THE UNITARIAN CHURCH IN CHARLESTON**  
**(A Member of the Unitarian Universalist Association)**  
**CHARLESTON, SOUTH CAROLINA**  
(As revised May 17, 2009)

**ARTICLE I**

**NAME**

Sec. 1

The Unitarian Church in Charleston, South Carolina is a religious organization created in perpetuity by the act of the General Assembly of the State of South Carolina. The Unitarian Church in Charleston is a member of the Unitarian Universalist Association.

**ARTICLE II**

**PURPOSE**

Sec. 1

In harmony with the Constitution of the Unitarian Universalist Association of which this Church is a member, and which has long maintained the tradition of Liberal Christianity and Free Religion, our spirit and purpose is expressed in our historical covenant, "We unite in fellowship to seek the truth and to serve mankind;" and in our mission: "Building a welcoming home for spiritual freedom that enriches our lives and serves our world."

**ARTICLE III**

**MEMBERSHIP**

Sec. 1

**Church Membership** - Church membership is open without any arbitrary tests of beliefs to all who subscribe to the above purpose. Membership in the Congregation of The Unitarian Church in Charleston is open to all persons of at least sixteen (16) years of age regardless of race, color, gender, sexual orientation, or national origin. Church membership may be attained by signing the Membership book in the presence of the Minister and/or the Chair of the Vestry and a Member of the Church, and by making a recorded contribution to the Church's annual operating budget at least once each fiscal year. Church members are entitled to any and all rights and privileges after ninety (90) days of Church membership.

The individual's Church membership shall be automatically terminated upon failure to pay a recorded contribution to the Church both for the current fiscal year and for a continuous period of twelve (12) months. Church membership may be reinstated after making a recorded contribution to the Church.

Sec. 2

**Congregation** - The Congregation shall be composed of all Church members.

Sec. 3

**Responsibilities of Membership** -

- A. Members will commit themselves to the purpose of this church.
- B. Members are encouraged to participate actively in congregational activities.
- C. Members are expected to support the mission of the Church financially.

Sec. 4

**Privileges of Membership** -

- A. Access to the fellowship of the church community and to the property and services of the congregation and its professional staff.
- B. Eligibility to participate in and vote at congregational meetings that determine the life and work of the congregation, once Membership has been in effect for ninety (90) days.
- C. Eligibility to serve on the Vestry, Nominating Committee, Endowment Investment Board, or as Chair or Co-chair of a committee.
- D. Eligibility to serve as a delegate at the UUA General Assembly and other denominational gatherings.
- E. Preference in church-sponsored programs with limited enrollment.
- F. Subscription to denominational and church mailings.

Sec. 5

**Termination of Membership** -

The names of Members shall be removed from the Membership Roll upon:

- A. The Member's death.
- B. Written request by the Member to the Vestry.
- C. Removal by a two-thirds (2/3) vote of the Vestry for actions that threaten the well-being of the Congregation.
- D. The Vestry Chair shall submit written notification of pending termination of membership along with reasons for termination and information about steps to be taken to retain membership or to restore membership in good standing.

Sec. 6

**Friends** -

In addition to membership, the Unitarian Church in Charleston recognizes a variety of groups as Friends, such as children in Religious Education, members who have not made a recorded contribution in the past twelve (12) months, and those who wish to attend and participate in the programs and activities of the church but do not wish to take on the duties and responsibilities of membership. While this has no official status for denominational purposes, it allows us to recognize those who wish to have a close relationship with us without becoming Members. Persons who wish to become Friends rather than Members may participate in any committee program offered by the church, although they may not be a chairperson or co-chair. Some restrictions regarding length of membership may apply in some committees. They may attend general Membership meetings and, if recognized by the Chair, may participate in the discussion of issues, but they may not vote. Friends may not hold an elected office, chair or co-chair a committee, be on the Nominating Committee, or be a member of the Vestry. The names of Friends shall be archived in accord with church policy. They may use the church facilities for weddings and memorial services, but they must pay all fees in full, and members will be given priority over friends in the use of facilities.

**ARTICLE IV**

**VESTRY GOVERNANCE**

Sec. 1

The Church shall be governed by nine (9) Vestry members who shall be Church members elected by the Congregation and responsible to it. The term of office for Vestry members shall be for three (3) years beginning with the first regular Vestry meeting following the Annual Meeting of the Congregation, and they shall not be eligible for reelection until one (1) year after each full three (3) year term.

Three (3) Vestry members shall be retired and three (3) new Vestry members shall be elected to succeed them at each annual meeting. The nomination of Vestry members shall be provided by the Nominating Committee and may also be received from the floor at the Annual Meeting. A Chair, Vice-Chair, Second Vice-Chair, and Secretary of the Vestry shall be elected annually by the Vestry at a Vestry meeting before the concluding Church Service of the fiscal year and shall

serve as the Executive Committee. All unscheduled vacancies occurring in the Vestry shall be filled by special election at a meeting of the Congregation within three (3) months.

The Minister, Director of Religious Education (DRE), Director of Music, and Executive Director, shall be ex officio (non-voting) members of the Vestry.

Sec. 2 Vestry attendance - In the event that a member of the Vestry shall, unless excused, miss three (3) consecutive meetings of the Vestry, the unexpired term shall be declared vacant by the Chair of the Vestry.

Sec. 3 Policies, not clearly set forth in this Constitution, approved by the Vestry for the governing of the Church, shall be in the form of Vestry Policies. These Policies shall be signed by the Chair of the Vestry, numbered, dated and maintained as to be accessible to all Church members. An index of all Policies, including title and effective date will be maintained. The Second Vice-Chair of the Vestry will be responsible for Vestry policies.

## ARTICLE V

### MEETINGS

Sec. 1 **Meetings of the Congregation** – The Annual Meeting of the Congregation shall be held during May subsequent to the regular May Vestry meeting on a date directed by the Vestry. Other meetings of the Congregation may be called by the Vestry. The Vestry shall call a meeting of the Congregation within twenty-one (21) days after receipt of a petition for such meeting signed by at least fifteen (15) percent of the Congregation. Notice of all meetings of the Congregation shall be mailed at least two (2) weeks prior to the meeting and by announcement from the pulpit on two (2) successive Sundays immediately preceding the meeting. Notice of all meetings shall include the time, place, and in case of a special meeting, the special business to be considered.

The presiding officer at all meetings of the Congregation shall be the Chair of the Vestry or, in the Chair's absence, the Vice-Chair, or in the absence of both, the Second Vice-Chair. If all three Vestry members are absent, a Chair shall be elected by the Church members present. A quorum for all meetings of the Congregation, except as hereinafter provided for, shall consist of twenty-five (25) percent of the Church membership. Simple majority vote of those present and voting shall decide any question, unless otherwise specified in this Constitution.

Sec. 2 **Voting** – Voting in Congregational meetings shall be limited to Church members. The Vestry Secretary, working in cooperation with the Office Administrator, the Stewards, and the Membership Coordinator shall have available an accurate list of Church members. The business of Congregational meetings shall include elections of Church officers, the selection and retention of a Minister, the dissolution of the Church and all rescissions and/or amendments of the Constitution or any portion thereof. Voting at meetings of the Congregation shall be as directed by the presiding officer, except upon the request of any three (3) members, the voting shall be by secret ballot. No vote by proxy or mail shall be allowed. Remote participation will be allowed provided that adequate technology exists for two-way communication. Remote member participants may participate in discussions and vote; however, remote participants will not count towards the number of Church members required for a quorum.

## ARTICLE VI

### DUTIES OF THE CONGREGATION

Sec. 1

All rights, duties and privileges not otherwise delegated in this Constitution shall be the rights, duties and privileges of the Congregation.

## ARTICLE VII

### DUTIES OF CHURCH OFFICERS

Sec. 1

**Duties of the Vestry** - The Vestry is responsible for the effective operation of the church and for the oversight of committees' work to forward the mission of the Church. The duties of the Vestry shall be to govern the affairs of the Church, administer finances, call meetings of the Congregation, make temporary provisions for filling the pulpit, provide candidates for Minister and the Nominating Committee, and provide such committees as may be desirable. The Chair of the Vestry shall appoint the Chairs of all committees except the Nominating Committee and may delegate authority to committee chairmen and others as may be desirable. The First Vice Chair of the Vestry will be the Chair of the Program Council.

It shall be the duty of the Vestry, when requested to do so by fifteen (15) percent of the Church membership, to report to the Congregation without delay on conditions of Church affairs. Employees of the Church, such as Executive Director, Director of Religious Education, Music Director, Sexton, and others shall be provided by the Vestry.

No contracts involving the unbudgeted expenditure of monies exceeding a total of 10% of the current operating budget (excluding staff salaries) shall be made, or entered into by any officer of the Church or by the Vestry in any fiscal year without a vote of the Congregation authorizing such expenditures. Only the Vestry Chair or another Vestry member designated by the Vestry Chair may make or enter into contracts on behalf of the Church. These limits and restrictions shall apply to all Church funds, including special funds such as The Landmark Fund, The Churchyard Fund, and any other funds to be established in the future. In the case of emergency, a vote by at least five (5) members of the Vestry may authorize needed expenditures in excess of the 10% of the current operating budget limit. Imminent danger to people, Church Buildings, or Churchyard shall constitute an emergency.

Sec. 2

**Use of church property by outside groups** - Application for use of the Church or related buildings and property by special interest groups or individuals - those advocating some specific action of a controversial nature - may be approved only by the Vestry. Such groups or individuals must be advised that their use of Church facilities is contingent upon their making clear that the Church is not responsible for, nor does it necessarily endorse, their views. This must be made clear both in presentation to their meetings and to the public through press releases.

Sec. 3

**Duties of the Treasurer** - The Treasurer shall be a Church Member elected by the Congregation and responsible to it. The term of office for the Treasurer shall be for four (4) years beginning with the first regular Vestry meeting following the Annual Meeting of the Congregation, and the Treasurer shall be eligible for reelection to one four (4) year term. The

duties of the Treasurer, who must be adequately covered by bond, are to ensure correct records of the finances of the Church are maintained, to receive all monies due the Church and to give his/her receipt thereof, to pay all demands against the finances of the Church authorized by the Vestry, and to prepare such financial statements as are requested by the Vestry. The Treasurer shall report to the Vestry on a quarterly basis. The Treasurer will sit on the Finance Committee and the Endowment Investment Board. All demands against the finances of the Church shall be paid by check signed and countersigned by two of the following: the Treasurer, Chair, Vice-Chair, Second Vice-Chair, or Secretary of the Vestry. The other duties of the Treasurer shall be set by the Vestry in writing and by two-thirds (2/3) vote of the Vestry. Upon a recommendation by the Finance Committee, the Treasurer may be recalled by a majority vote of the Vestry.

Sec. 4

Duties of the Stewards - The Chief Steward is appointed by the Chair of the Vestry. The duties of Stewards are to take charge of monies from public offerings of the Church and all pledged monies and properly record the same to the account of each contributor. The monies of offerings and pledged contributions shall be turned over to the Treasurer and posted in records maintained by the Treasurer and the Office Administrator. The Stewards shall count monies in the presence of each other, and if one should be absent, shall request a member of the Congregation to assist as necessary.

#### **ARTICLE VIII**

#### **FISCAL YEAR**

Sec. 1

The Fiscal Year of the Corporation shall commence on July 1 and terminate on June 30 of each year.

#### **ARTICLE IX**

#### **RESIGNATIONS**

Sec. 1

Resignations of all Vestry members and employees shall be made to the Chair of the Vestry in writing and become effective upon receipt. Resignation of the Chair of the Vestry shall be made to the First Vice-Chair of the Vestry.

#### **ARTICLE X**

#### **THE MINISTER**

Sec. 1

The election of the Minister shall be by ninety percent (90%) of those Church Members present and voting at an officially called meeting of the Congregation. A simple majority vote of the Church membership shall be required to request the resignation or effect the discharge of the Minister.

#### **ARTICLE XI**

#### **LONG RANGE PLANNING BOARD**

Sec. 1

A Long Range Planning Board may be occasionally convened to assure continuity in church affairs by examining, evaluating, and recommending to the current Vestry long range goals when requested to do so by the Vestry. This Board will be composed of at least one past Vestry Chairs and four additional members, with the current Vestry Chair and Minister ex officio.

## **ARTICLE XII**

### **PROGRAM COUNCIL**

#### Sec. 1

There shall be a Program Council composed of Committee Chairs and other invited church group leaders. The Program Council is led by the First Vice-Chair of the Vestry. The Program Council is responsible for the activities of the Church, to assure that the Church's programs run smoothly and in keeping with the mission of the Church. The Program Council is responsible for developing a yearly program plan of activities.

## **ARTICLE XIII**

### **STANDING COMMITTEES**

#### Sec. 1

Committees are formal church organizations that are sanctioned by the Church Vestry. Committees are a critical part of the Church's governance, supporting the Church's yearly program activities and yearly budgeting process. Each Committee shall have a mission statement, a Chair who serves on the Program Council, a Co-Chair to share responsibility and ensure continuity, and regularly scheduled meetings. Committees shall have such numbers as may be designated by the Chair of the Committee except as otherwise specified in this Constitution. Such committees as are desirable shall be provided and shall include, but not be limited to, committees and persons that cover the following areas:

A. Nominating Committee - consisting of five (5) Church members elected at the Annual Meeting. The Nominating Committee shall nominate candidates for all vacancies in the Vestry and the Treasurer. The Vestry shall nominate candidates to serve as the Nominating Committee, but nominations may also be received from the Church members from the floor. A list of all nominations for elective offices shall be mailed to each Church member at least two (2) weeks prior to the election.

B. Archives

C. Finance

D. Buildings and Grounds

E. Membership

F. Committee on Shared Ministry - The members of Committee on Shared Ministry are chosen by the Vestry from a list prepared by the Committee on the Shared Ministry (COSM) and the minister. A minimum of two names should be submitted for each position to be filled. The term of office will be 3 years with no one serving more than a second consecutive three-year term. When possible, membership terms should be staggered to provide continuity within the COSM. Membership on the COSM can range from 3 to 7 members with the minister serving as ex officio (non-voting) member. The COSM at its final meeting of the fiscal year shall elect a committee chair for the following year.

G. Religious Education

H. Social Justice

I. Worship

J. Churchyard

K. Music

- L. Personnel
- M. Caring Committee
- N. Stewardship

Sec. 2

Church groups are more informal gatherings of Church members/friends that have common interests. Church groups' activities are a critical part of the Church's yearly program activities. Although Church groups are not formally sanctioned by the Vestry, they may request participation in the Program Council and usually participate in the yearly church activities planning at Program Council meetings.

#### **ARTICLE XIV**

##### **BUDGET**

Sec. 1

Each year no later than December, the Vestry Vice-Chair, in conjunction with the Chair of the Budget and Finance Committee shall call a meeting of the Program Council for the purpose of ascertaining their financial needs and plans. The detailed budget, after approval by the Vestry, shall be mailed to each member of the Congregation at least two (2) weeks prior to the Annual meeting and the acceptance, modification or rejection shall occur at this meeting.

Sec. 2

Committee reports for the current fiscal year will be due to the Office Administrator by May 1 and will be consolidated by the Vestry and made available to all Church members prior to the Annual Meeting.

#### **Article XV**

##### **Notices and Communications**

Sec. 1

Notices required in this Constitution shall be effective when delivered, in person, and shall also be deemed effective when mailed first class and postage prepaid, or emailed or sent by facsimile transmission, to the physical or email address or facsimile telephone number then on file at the office of the Church.

Sec. 2

All communications and documents required by this Constitution to be in writing shall be satisfied if physically delivered or transmitted to the intended recipient as provided above.

#### **ARTICLE XVI**

##### **ENDOWMENT INVESTMENT FUND AND ENDOWMENT INVESTMENT BOARD**

Sec. 1

**Endowment Fund** – The Endowment Fund is formally recognized as the Fund which accepts gifts which are primarily to be used for the long-term vitality and financial health of the Church community. Principal in the Endowment Fund will be protected on an inflation-adjusted basis according to the specifics laid out in its policy. Upon at least a majority of those voting at an officially-called meeting of the congregation: 1) portions or the entirety of the Endowment Fund (including protected principal) can be committed as security for loans, and 2) in extreme conditions threatening the survival of the UCC community, portions or the entirety of the

Endowment Fund (including protected principal) can be committed to help the congregation recover.

Sec. 2

**Endowment Investment Board (EIB)**- The Endowment Investment Board is formally established to oversee the investment of the Endowment Fund and to establish and maintain guidelines for acceptance of gifts.

2.1 Policies and Practices- The EIB operates within a formal statement of policies and practices, which are initially approved by the Vestry and later may be modified as necessary upon recommendation of the EIB or the Vestry and approval of the other body. If the EIB and the Vestry should fail to agree to proposed modifications, either body may submit the proposed modifications to the Congregation for approval by at least a majority of those voting at an officially-called meeting.

2.2 **Membership** - Members are to be:

- Five voting members with staggered three-year terms are elected by the Congregation from among Church members. The Nominations Committee will provide nominations to fill these vacancies for election at the annual meeting. One of the members elected by the Congregation will be from among Finance Committee members (including the Chair). An individual may serve up to two consecutive terms and then must take at least a one-year hiatus before serving again.
- The Treasurer will be a voting member.
- One voting member is appointed by the Vestry on an annual basis. This individual may be from the Vestry or from Church members at large and may serve up to six consecutive years and then must take at least a one-year hiatus before serving again.
- The Chair of the EIB will be any voting member except the Treasurer or the Chair of the Finance Committee, if serving. The Chair of the EIB will be elected annually by majority vote of all voting members (including the Treasurer and Chair of the Finance Committee, if serving).
- A professional financial advisor, recommended annually by the Endowment Investment Board and approved by the Vestry, will be an ex-officio member of the Board.

## **ARTICLE XVII**

### **AMENDMENTS**

Sec. 1

Upon thirty (30) days' notice, this Constitution may be rescinded or amended, in whole or in part, at any officially-called meeting of the Congregation upon a two-thirds (2/3) vote of those present and entitled to vote, provided that thirty (30) days' notice of the subject of the proposed change has been given to all Church members.

## **ARTICLE XVIII**

### **DISSOLUTION OF THE CHURCH**

Sec. 1

The Church may be dissolved as provided under the applicable laws of the State of South Carolina, at any officially-called meeting of the Church upon a three-quarters (3/4) vote of the entire Church membership. In the event of the dissolution of the Church, the ownership of all Church property, after the payment of all just debts owed by the Church, shall vest in and



become the property of the Unitarian Universalist Association; and in such event, the Chair and the Secretary of the Vestry at the time of dissolution shall be authorized to execute and deliver in the name and on behalf of the Church such deeds, conveyances, and other legal documents as may be necessary to transfer the title to the said Church property to the Unitarian Universalist Association.

## **ARTICLE XIX**

### **REPEAL OF PREVIOUS CONSTITUTIONS**

Sec. 1

All previous constitutions and by-laws are hereby repealed.

**ADOPTED MAY 17, 2009**