

UNITARIAN UNIVERSALIST FELLOWSHIP OF THE POCONOS

P.O Box 756

Stroudsburg, PA 18360

Phone: (570) 420-0580

Web site: <http://www.uupoconos.org>

BY-LAWS

of the

UNITARIAN UNIVERSALIST FELLOWSHIP OF THE POCONOS

As amended in May, 2010

ARTICLE I. NAME

The name of this religious congregation shall be the Unitarian Universalist Fellowship of the Poconos. *As amended, May 2010.*

ARTICLE II. PURPOSE

We unite as a religious community to further individual freedom of belief and to foster and enjoy liberal religious living through worship, study, fellowship and service to humanity.

ARTICLE III. MEMBERSHIP

Section 1. Member

A. Any person may become a voting member of this fellowship who is eighteen (18) years of age or older and is in sympathy with its principles, purposes and programs, has signed the Fellowship Membership Book and makes an annual contribution of record not less than the amount the fellowship contributes for the member to the Unitarian Universalist Association and the Unitarian Universalist District of Metropolitan New York. Membership is open to all persons regardless of race, color, sex, previous religious affiliation, affectional or sexual orientation, age or national origin. *As amended, May 2010.*

B. The Board of Trustees shall review on November 15 of each year the Fellowship Membership Book, to determine those members who have not within the past twelve (12) months supported the Fellowship through the required minimum financial contribution. The Secretary shall contact each of these members with an invitation to reconfirm their interest in remaining a member of the Fellowship. Upon consultation with the Board, the Secretary and Membership Chair shall record withdrawal dates in the left margin of the Fellowship Membership Book beside the names of those who do not, within thirty (30) days after contact, request that they be retained as members and make the required financial contribution. *As amended, May 2010.*

Section 2. Withdrawal

UNITARIAN UNIVERSALIST FELLOWSHIP OF THE POCONOS

P.O Box 756

Stroudsburg, PA 18360

Phone: (570) 420-0580

Web site: <http://www.uupoconos.org>

87 financing of real property. At such meetings, sixty percent (60%) of the
88 membership shall constitute a quorum and an eighty percent (80%) vote of the
89 members in attendance shall be required for a decision.
90

91 **B. Voting**

92
93 Only members present at a meeting may vote.
94
95

96 **C. Adjournment for lack of a quorum**

97
98 In the event that there are insufficient members present at a duly called meeting
99 of the Fellowship to constitute a quorum, those members present may decide to
100 continue the meeting to another time and date, which shall be at least ten days
101 later. Twenty-five percent (25%) of the members shall constitute a quorum at this
102 continued meeting. No written notice must be given of the adjourned meeting,
103 provided it is publicly announced at the first scheduled meeting.
104

105 **ARTICLE VI. BOARD OF TRUSTEES**

106 107 **Section 1. Duties and Responsibilities**

108
109 The Board of Trustees shall have general charge of the conduct of the business
110 affairs of the Fellowship and the control of the administration, including the
111 appointment of such committees as it may deem necessary. The Board of Trustees
112 shall have charge of the property of the Fellowship.
113

114 **Section 2. Board Membership**

115
116 The Board of Trustees shall be members of the Fellowship and shall consist of seven
117 (7) members. These will include the officers and three (3) trustees-at-large.
118

119 **Section 3. Term of Office**

120
121 The Board of Trustees shall be elected by the members of the Fellowship at the
122 Annual Meeting for a two (2) year term, and shall assume their duties immediately
123 after the Annual Meeting. The President may not serve in that office for more than
124 one consecutive term, and may not serve on the Board of Trustees for more than two
125 consecutive full terms. The other Officers and the at-large members of the Board may
126 not serve as Board members for more than two consecutive full terms. The
127 President, Vice-President and one at-large trustee shall be elected in even-numbered
128 years; the Treasurer, Secretary and two (2) at-large trustees shall be elected in odd-
129 numbered years.
130

UNITARIAN UNIVERSALIST FELLOWSHIP OF THE POCONOS

P.O. Box 756

Stroudsburg, PA 18360

Phone: (570) 420-0580

Web site: <http://www.uupoconos.org>

Section 4. Meetings

The Board of trustees shall meet at least bi-monthly or on call of the President or two (2) or more members of the Board. A simple majority of Trustees shall constitute a quorum.

Section 5. Vacancies

Vacancies on the Board of Trustees shall be filled by a majority vote of the Board for the remainder of the term. Any member of the Board may resign from the Board upon written notice to the Secretary. The Board of Trustees may remove one of its members for failure to attend three (3) or more consecutive meetings by a two-thirds vote of the Board.

Section 6. Annual report of the Board

The Board of Trustees shall direct the President and the Treasurer to present at the annual meeting of the Fellowship a report addressing the state of the Fellowship and containing a financial report showing in appropriate detail the assets and liabilities of the Fellowship as of the date of the report; the principle changes in assets and liabilities during the year immediately preceding the date of the report; the revenue of the Fellowship for the year immediately preceding the date of the report; and the expenses of the Fellowship for the year immediately preceding the date of the report.

ARTICLE VII. OFFICERS

Section 1. Number, Qualifications and Designation

The officers of the Fellowship shall be a president, a vice president, a secretary and a treasurer. These officers shall also be members of the Board of Trustees. Each officer shall hold office until her or his successor is chosen by the membership, or until the officer resigns or is removed pursuant to these by-laws.

Section 2. President

The president shall have general supervision over the activities of the fellowship. The President shall sign, execute and acknowledge, in the name of the Fellowship, deeds, mortgages, bonds, contracts, or other instruments authorized by the Board; and in general shall perform all duties incident to the office of the president; and such other duties as may from time to time be assigned to the president by the Board. The president shall be an ex-officio member of all committees.

UNITARIAN UNIVERSALIST FELLOWSHIP OF THE POCONOS

P.O Box 756 Stroudsburg, PA 18360 Phone: (570) 420-0580 Web site: <http://www.uupoconos.org>

175
176
177
178
179
180
181
182
183
184
185
186
187
188
189
190
191
192
193
194
195
196
197
198
199
200
201
202
203
204
205
206
207
208
209
210
211
212
213
214
215
216
217

Section 3. Vice President

The vice president shall perform the duties of the president in the president's absence, and such other duties as may from time to time be assigned to her or him by the Board or the president.

Section 4. Secretary

The secretary or an assistant secretary shall attend all meetings of the Board and shall record all the votes of the trustees and the minutes of the meetings of the Board and of committees of the Board in a book to be kept for that purpose; shall see that notices are given and records and reports properly kept and filed by the Fellowship as required by law; and in general shall perform all duties incident to the office of secretary, and such other duties as may be assigned to him or her by the Board or the president.

Section 5. Treasurer

The treasurer or an assistant treasurer shall have or provide for the custody of the funds or other property of the Fellowship and shall keep a separate bank account of the same in the name of the Fellowship; shall collect and receive or provide for the collection and receipt of moneys due to or received by the Fellowship; shall deposit all funds in his or her custody in such banks or other places of deposit as the Board may from time to time designate; shall, whenever required by the Board, render an account showing the transactions of the Fellowship and its financial condition; and shall discharge such other duties as from time to time be assigned to him or her by the Board or the president.

Section 6. General Powers

All officers of the Fellowship shall have such authority and shall perform such duties in the management of the affairs of the Fellowship as may be determined by resolutions or orders of the Board, or as may be provided in these by-laws.

ARTICLE VIII. MISCELLANEOUS

Section 1. Checks

UNITARIAN UNIVERSALIST FELLOWSHIP OF THE POCONOS

P.O Box 756 Stroudsburg, PA 18360 Phone: (570) 420-0580 Web site: <http://www.uupoconos.org>

218 All checks, notes, bills of exchange or other orders in writing shall be signed by such
219 person or persons as the Board may from time to time designate.
220

221

222

Section 2. Contracts

223

224

225

226

227

Except as otherwise provided in these by-laws, the Board may authorize any officer or officers, agent or agents, to enter into any contract or to execute or deliver any instrument on behalf of the corporation, and such authority may be general or confined to specific instances.

228

229

Section 3. Board Liability

230

231

232

233

234

235

A member of the Board of Trustees shall not be personally liable, as such, for monetary damages for any action taken, or for failure to take any action, if he or she performs his or her duties in good faith, to the extent such liability may be eliminated under the Pennsylvania Nonprofit Corporation Law, 15 Pa. C.S.A. Section 5713, Act of Dec. 19, 1990, P.L. 834, No. 198, sec. 102.

236

237

Section 4. The Minister

238

239

240

241

242

243

244

Should the Fellowship elect to begin the search for a minister, the Board of Trustees shall appoint a Ministerial Search Committee. The minister shall be called upon the recommendation of this Committee and approval by the Fellowship at a special meeting of the members of the Fellowship held for this purpose. Alternately, the board may elect to contract with a consulting minister recommended by the Unitarian Universalist Metropolitan District of New York.

245

246

Section 5. Amendment

247

248

249

250

251

252

253

These by-laws may be amended or repealed, or new by-laws may be adopted, by vote of two-thirds of the members of the Fellowship present at the annual meeting or any special meeting of the Fellowship duly called for that purpose, at which a quorum is present. The notice of any meeting at which the by-laws are proposed to be amended must contain a recitation of the proposed by-law change in order for the change to be considered at the meeting.

254

255

Section 6. Fiscal Year

256

257

The fiscal year of the Fellowship shall end on June 30 each year.

258

259

Section 7. Dissolution

260

UNITARIAN UNIVERSALIST FELLOWSHIP OF THE POCONOS

P.O Box 756

Stroudsburg, PA 18360

Phone: (570) 420-0580

Web site: <http://www.uupoconos.org>

261 Should the Fellowship cease to function and the membership vote to disband, any
262 assets of the Fellowship will be transferred to the Unitarian Universalist Association
263 for its general purposes, this transfer to be made in full compliance with whatever
264 laws are applicable.