

FIRST PARISH UNITARIAN UNIVERSALIST CHURCH KENNEBUNK, MAINE

BYLAWS

AUGUST 9, 1996 - As amended through May 2026

History of Amendments

- January 2002 – Comprehensive Planning Committee made a standing committee.
- June 6, 2003 – Change the official name of the church to “First Parish Unitarian Universalist Church of Kennebunk, Maine”.
- June 11, 2004 – Sunset the Comprehensive Planning Committee.
- May 22, 2005 – Changes made to improve clarity and consistency; change of waiting period for response from members no longer meeting requirements for “Active” status; committees may elect representatives to Church council.
- June 11, 2006 – Inclusive Language; Clerk and Treasurer Ex-Officio members of the Board of Directors; Assist Treasurer non-voting Ex-Officio on Finance Committee; Standing Committees not elected positions; Personnel Committee role and responsibilities.
- June 10, 2012 - Change to reflect name change from Northeast District to Northern New England District; change in benefits to inactive members.
- March 3, 2013 – Add Congregational meeting for Budgets starting in January of the year for new fiscal year budgeting approved.
- February 2, 2014 Article IV – Membership criteria changes and Article XVII-F - new ministerial candidate election criteria.
- June 8, 2014 Article XII – Church Council deleted, Leadership Forum documented.
- June 7, 2015 Article IV – Membership for Youth Criteria changed.
- February 1, 2016 Article XVIII – Committee on Ministry added the words “at least” to the words A. A Committee on Ministry of at least three Active members, each to serve a term of three years,
- June 8, 2017 Article IX – Nominating Committee additional approval, section C.
- June 14, 2018 Article X C and D – Updated the Treasurer and Vice Treasurer responsibilities
- May 2026 Various revisions by the Bylaw Revision Committee and the Board

1Robert, Henry M, III. Robert’s Rules of Order Newly Revised, 10th Edition (Cambridge: Perseus Publishing, 2000), pp. 466-67. “Ex-officio means “by virtue of office or position.” Ex-officio members of boards and committees, therefore, are persons who are members by virtue of some other office or position that they hold. Without exception, Ex-Officio members of boards and committees have exactly the same rights and privileges as do all other members, including, the right to vote.”

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ARTICLE I - NAME AND SEAL

The name of this church shall be the First Parish Unitarian Universalist Church of Kennebunk, Maine. For convenience and local identity, "First Parish Unitarian Universalist" may be used informally. The circular church seal carries the name of the church and the words "Incorporated, 1750."

ARTICLE II - AFFILIATION

This church shall be affiliated with the Unitarian Universalist Association and with the New England Region of the Unitarian Universalist Association.

ARTICLE III - PURPOSES

This church shall devote its resources to and exercise its corporate powers for religious, educational, and humanitarian purposes in concert with the Purposes and Principles of the Unitarian Universalist Association and the Covenant and Mission Statements of this church.

This church affirms and promotes the participation of persons in the full range of human endeavor without regard to race, color, national origin, age, physical ability, gender, gender expression, or affectional or sexual orientation, including all church activities such as membership, programming, the calling of religious professionals, and hiring practices.

ARTICLE IV - MEMBERSHIP

Any person who is at least sixteen (16) years of age, and who is in sympathy with the purposes of this church, may become a member thirty (30) days following a declaration of intent made to the minister and/or the chair of the Membership Team. Membership shall become effective when the membership book is signed.

Categories of Membership

1. Active Member: An active voting member supports the church financially, as able, in the form of an annual recorded monetary pledge and contribution or in the form of a monetary contribution without a pledge, and is expected to participate in the worship and activities of the church. An active member shall receive full benefits of the ministry of the church.

2. Emeritus Member: Emeritus member status is an honorary, lifelong church membership given to an active member who is no longer able to participate in the worship and activities of the church. The Board of Directors, in consultation with the minister and the Membership Team, shall determine who shall become an emeritus member. Emeritus members may vote at congregational meetings and shall receive full benefits of the ministry of the church.

3. Youth Member: A person thirteen (13) through fifteen (15) years of age may become an active non-voting member thirty (30) days following a declaration of intent. A youth member supports the church financially, as able, in the form of an annual recorded monetary pledge and contribution or in the form of a monetary contribution without a pledge, and is expected to participate in the worship and activities of the church. Membership shall become effective when the membership book is signed with a notation of "Youth Member". Youth members shall receive full benefits of the ministry of the church.

When a youth member becomes sixteen (16), they may request active membership status. If they choose to withdraw her/his membership, the clerk shall remove his/her name from the list of members.

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4. A member wishing to voluntarily terminate their membership, or transfer their membership to another church, shall notify the minister and/or the chair of the Membership Team in writing.
5. If a member does not meet active membership requirements for a period of two (2) calendar years, as determined by the Membership Team in consultation with the minister and the Board of Directors, the clerk shall write to that person regarding her or his membership intentions. If no response is received within sixty (60) days, the clerk shall remove that person's name from the list of active members.
6. All personal matters regarding membership may be discussed with the minister or their designee with the assurance of confidentiality.
7. The Membership Team in consultation with the Finance Team, shall maintain the current records of the church including a list of active church members.

ARTICLE V - CONGREGATIONAL MEETINGS

1. The Annual Meeting of the church shall be held in the late spring. The Board of Directors, no later than March first (1st), shall determine the date.
2. The call for the meeting shall be issued by the clerk at least fifteen (15) days prior to the meeting, emailed to members, mailed to those not accessing email, put in the weekly church newsletter and Sunday Order of Service announcements, and posted in a conspicuous place on the church premises. The call shall specify the business upon which action is to be taken and shall include the slate of nominees for elected positions.
3. A semi-annual Meeting of the church shall be held in the early winter. The Board of Directors, no later than December first (1st), shall determine the date following the same rules as stated in Article V Item 1.
4. Until a budget is approved for the new calendar year, the Board of Directors may approve a continuation of the current fiscal year budget. (This "continuation budget" would be in effect from the start of the calendar year through the semi-annual meeting, when the congregation approves the budget for the new Fiscal Year.)
5. Special congregational meetings may be called at any time by the Board of Directors or at the written request of at least ten percent (10%) of the active members of the church. The clerk shall issue the call in the same manner as for the annual meeting.
6. The voting body at all congregational meetings shall consist of active and emeritus members of the church as determined by the clerk.
7. A quorum for the transaction of church business at congregational meetings shall consist of twenty percent (20%) of the total active and emeritus members.

8. Voting by active and emeritus members will be in person, online, or by proxy, only for those members who cannot physically attend in person, or do not have internet access. In the latter situation, a member of the Board of Directors will obtain said proxy from the member.

ARTICLE VI - FISCAL YEAR

The Fiscal Year of this church shall be set by the Board of Directors.

ARTICLE VII - PARLIAMENTARY AUTHORITY

Robert's Rules of Order shall be the parliamentary authority of this church.

ARTICLE VIII - MODERATOR

1. The Moderator shall be elected by the congregation at the annual meeting for a term of one (1) year with service limited to five (5) consecutive terms. The moderator shall be an active member of the church.
2. The moderator shall preside at any subsequent congregational meetings including the next annual meeting.
3. In the absence of the elected moderator at a duly called congregational meeting, a Moderator pro tem shall be elected by those present and voting.

ARTICLE IX - HISTORIAN

1. An Historian, who shall be an active member of the church, shall be elected by the congregation at the annual meeting for a term of one (1) year with service limited to five (5) consecutive terms.
2. The historian, on behalf of the congregation, shall be responsible for the archives of the church; shall arrange for the security and preservation of all books and records, both past and contemporary; and shall assist members of the church and other persons seeking information contained in the archives.
3. In order to protect the integrity of the collection, no archival materials may be removed except with the permission of the historian, or person designated by the historian, and only under conditions that provide for accountability and return.

ARTICLE X - DELEGATES

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1. Delegates to the Unitarian Universalist Association and regional meetings shall be active members and shall be elected by the congregation at the annual meeting or at a special congregational meeting called for that purpose.
2. Delegates shall present reports to the congregation. These reports shall be included in the Annual Report.

ARTICLE XI - NOMINATING TEAM

1. The Nominating Ministry shall consist of no fewer than three (3) active members of the church. Members of the Nominating Team shall be elected at the annual meeting for a term of one (1) year with service limited to five (5) consecutive terms. The members of the team shall elect a chairperson from their number.
2. The Nominating Team shall present, at the semiannual meeting of FPUU, a list of open positions. This shall be communicated through newsletters and other congregational communications. Anyone interested in being considered for these open positions should read the job description on the FPUU website under Bylaws so that they know what the position entails. If they are interested in being considered, they should notify a member of the Nominating Team prior to the annual meeting.
3. The Nominating Team shall present, at the annual meeting, a slate of nominations for all elective positions. Names of candidates for positions shall be included in the call for the annual meeting. Between annual meetings, the Nominating Team shall serve in a consulting capacity to the Board of Directors.

ARTICLE XII - OFFICERS

All officers shall be active members of the church.

A. Board of Directors

1. The FPUU Board of Directors shall consist of five (5) elected active members at large and three (3) ex-officio members; the Minister, Treasurer, and Clerk.

The Board of Directors shall be elected by the congregation at the annual meeting for a term of three (3) years each on a 2-2-1 rotational basis. A member of the Board of Directors who has completed a term of three (3) years shall not be eligible for re-election until at least one (1) year has elapsed.

The clerk and treasurer shall be voting ex-officio members of the Board of Directors. The minister shall be an ex-officio nonvoting member of the Board.

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2. The meetings of the Board of Directors are open to all members as observers except when the Board is in executive session. At the first meeting of the Board of Directors following the annual meeting, the Board shall elect a Chairperson and a Vice-Chairperson from its number.
3. Members of the Board of Directors who are absent from four (4) business meetings during a year shall be considered to have resigned.
4. The Board of Directors shall be responsible for general supervision of church affairs during the periods between congregational meetings.
5. The Board of Directors derives its authority from, and is accountable to, the membership.
6. The Board shall present a report at the annual meeting.
7. Any vacancy in elective positions, including the Board of Directors, shall be filled for the balance of the year by the Board of Directors in consultation with the Nominating Team.
8. The Board may appoint ad hoc teams, the chairpersons of which shall be active members of the church. The Board may create special positions and task forces for projects of limited duration.
9. The Board of Directors, in consultation with the Finance Team and Leadership Council, shall recommend a budget to the congregation at the annual meeting.
10. The Board of Directors shall authorize all expenditures of money not included in the budget. No single or multiple transaction(s) accumulating to more than five percent (5%) of the annual budget shall be made in any fiscal year without approval of the membership.
11. The Board of Directors shall negotiate a Letter of Agreement with a Contract, Interim, or Settled Minister. The Board of Directors shall act as agent of the congregation in the negotiation and implementation of this Letter.
12. In the absence of a minister, the Board of Directors, in consultation with the Personnel Team, shall be responsible for ensuring the annual evaluation of non-ministerial employees.
13. The Board of Directors is responsible for assuring that an annual evaluation of the minister is conducted.
14. The Board of Directors shall assure that the bylaws are reviewed at regular intervals, with the period between reviews not to exceed five (5) years.

B. CLERK

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1. The Clerk shall be elected by the congregation at the Annual Meeting for a term of one (1) year with service limited to five (5) consecutive terms.
2. The clerk shall be a voting ex-officio member of the Board of Directors.
3. The clerk shall receive a current list of active and emeritus members from the Finance Team prior to Congregational meetings.
4. In the absence of a minister, the clerk shall record dedications/christenings, marriages, and memorial/funeral services. The clerk shall record minutes of the Board of Directors' and congregational meetings, and forward them to the church administrator for filing.
5. The clerk shall issue the call to annual and special congregational meetings.

C. TREASURER

1. The Treasurer shall be elected by the congregation at the annual meeting for a term of one (1) year with service limited to five (5) consecutive terms.
2. The treasurer shall be an ex-officio member of the Board of Directors.
3. The treasurer may be assisted by the bookkeeper and shall maintain the church financial records, which shall be open to any member, receive and properly account for all funds of the church, and pay bills that are consistent with the budget or that have been approved by the Board of Directors.
4. The treasurer shall present a current financial statement, including the status of pledges, at each regular meeting of the Board of Directors, and at the annual and semiannual meetings.
5. The treasurer shall be an ex-officio member of the Finance Team .
6. The treasurer, in the name of the Corporation, shall have authority to execute and deliver all certificates of stock, bonds, evidence of indebtedness, and any other financial documents registered or issued in the name of the Corporation.
7. The treasurer may consult and delegate responsibilities with members of the Finance Team.

D. ASSISTANT TREASURER

1. The Assistant Treasurer shall be elected by the congregation at the annual meeting for a term of one (1) year with service limited to five (5) consecutive terms.
2. The assistant treasurer shall be an ex-officio member of the Finance Team.

3. The assistant treasurer shall assist the treasurer.

ARTICLE XIII - THE MINISTER

1. The Minister shall be responsible for the spiritual interests and affairs of the church and for the conduct of worship within the congregation.
2. The minister shall have freedom of the pulpit.
3. The minister shall be a non-voting ex-officio member of all teams and task forces of the church, except a Financial Audit Team or Ministerial Search Team .
4. The minister shall be advised of all meetings of the Board of Directors. The minister shall attend and participate in deliberations of the Board of Directors except when, in accordance with established Board policy, it is requested that the minister not participate.
5. The minister shall present a report at the annual meeting.
6. A Settled Minister, who shall be in fellowship with the Unitarian Universalist Ministers' Association, shall be called upon the recommendation of a Ministerial Search Team by a vote of at least ninety five percent (95%) of those present and voting at a congregational meeting called for that purpose. The quorum for such a meeting shall consist of forty percent (40%) of the active members. The vote shall be taken by written, secret ballot.
7. The Board of Directors shall negotiate Ministerial Agreements with Interim, Settled and Contract Ministers. In the case of a Settled Minister, the Board shall act as the agent of the congregation in both the negotiation and implementation of the agreement.
8. The minister shall have an annual evaluation by a procedure to be determined by the Board of Directors. It shall include input from the standing team chairs.
9. The minister may resign by giving at least three (3) months notice. The Board of Directors, however, may allow a shorter interval of time.
10. The minister may be dismissed by a vote of at least sixty percent (60%) of those present and voting at a congregational meeting called for that purpose. The quorum for such a meeting shall consist of twenty percent (20%) of the active members. The vote shall be taken by written, secret ballot. In the event of dismissal of the minister, his or her salary and allowance shall be continued for at least three (3) months after the date of dismissal.

ARTICLE XIV - STANDING TEAMS

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1. The Standing Teams shall be: Finance, Membership, Music, Properties, Religious Education, Social Justice, Worship, Stewardship and Safety.
2. Each Standing Team shall consist of no fewer than three (3) members. Members may volunteer for service or may be invited to serve on a team by the team chair. Standing Team members shall serve for a term of one (1) year with service limited to five (5) consecutive terms. The members of Standing Teams may increase their number as necessary and desirable.
3. Each Standing Team shall choose from its membership a chairperson who is an active member of the church. Chairpersons of Standing Teams, or a representative, shall be members of the Leadership Council.
4. Each Standing Team shall present a report at the annual meeting.

ARTICLE XV - LEADERSHIP COUNCIL

1. The Leadership Council exists to advise the Board of Directors on policy issues, disseminate information and improve communications across the teams, and provide transparency throughout the congregation.
2. The council may consist of the members of the Board of Directors, including the minister, and the chairpersons or designated representatives of the standing teams and task forces. Meetings of the Leadership Council are open to all members of the church.
3. The council is chaired by the Chair, or Vice-Chair of the board, or a designee, and shall meet at times requested by any member of the board or the council.

ARTICLE XVI - POLICIES AND PROCEDURES MANUAL

1. A manual of Policies and Procedures shall be developed by the Board of Directors in consultation with the minister and the Leadership Council.
2. The Board of Directors shall assure that the manual is reviewed annually and can be revised at their discretion.
3. The manual shall contain descriptions of church structure, organization, team responsibilities, policies, procedures, and methods.
4. The manual shall be readily and continually available to the congregation.

ARTICLE XVII - PERSONNEL TEAM

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1. The Personnel Team shall consist of at least three (3) active members appointed by the Board of Directors for a term of three years on a 1-1-1 rotational basis. A member of the Personnel Team who has completed a term of three (3) years shall not be eligible for reelection until at least one (1) year has elapsed. The members of the team shall select a chairperson from their number.
2. The Personnel Team, in consultation with the minister and appropriate teams, shall conduct the search process for all non-ministerial staff positions and shall submit its recommendations to the Board of Directors.
3. The Personnel Team, in consultation with the minister and appropriate teams, shall be responsible for assuring the oversight of all non-ministerial staff; including annual performance reviews, establishing compensation packages, and compliance with church policies.
4. The Personnel Team shall receive employee grievances and attempt to mediate a satisfactory resolution for all parties.
5. The Personnel Team shall act as a resource for the process of termination of employment.
6. The Personnel Team shall develop and revise relevant documents including job descriptions, terms of employment documents, and the employee handbook.
7. The Personnel Team, at the request of the Board of Directors, shall perform other related tasks.

ARTICLE XVIII - TEAM ON MINISTRY

1. A Team on Ministry of at least three active members, each to serve a term of three years, shall be selected. In keeping with the goal of enhancing shared ministry, members of the team shall be chosen jointly by the Minister and the Board of Directors. The team shall select its own leadership.
2. The Team on Ministry shall clarify the nature, scope, priorities, and expectations of the total ministry of the church. Acting as counsel for the minister, it shall aid in strengthening the ministry by helping to assure good communication between the minister and the members of the congregation.
3. At least every three years, the Team on Ministry shall evaluate the ministry of the church as it is carried out by the minister and laity.
4. The team shall work with the minister on sabbatical planning, continuing education, and professional development.

5. The team, in consultation with the minister, shall make a ministerial compensation recommendation as part of the annual budget process.

ARTICLE XIX - MINISTERIAL SEARCH TEAM

1. At a special congregational meeting called for that purpose, a Ministerial Search Team of seven (7) active members of the church shall be elected from a slate prepared by the Nominating Team.
2. The search shall be conducted in accordance with the guidelines of the Unitarian Universalist Association.

ARTICLE XX - REMOVAL FROM ELECTIVE POSITION

Any person may be removed from an elective position by a vote of at least two-thirds (2/3) of those present and voting at a congregational meeting called for that purpose. The vote shall be taken by written, secret ballot.

ARTICLE XXI - DISSOLUTION

1. In the event that the members of this church enter into proceedings for voluntary dissolution, or the church otherwise ceases to exist, then all remaining property and assets of the church, except items of local historical significance, shall be conveyed, transferred, and paid over to the Unitarian Universalist Association after all debts, liabilities, and obligations of the church have been paid and discharged or adequate provision has been made therefor. Historical items shall be placed in appropriate local custody.
2. For the purposes of a future gift, devise, or bequest subsequent to any such dissolution, the Unitarian Universalist Association shall be the successor and assignee of this church.

ARTICLE XXII - BYLAW AMENDMENT

1. These bylaws may be amended or replaced at any congregational meeting by a two thirds (2/3) vote of those present and voting.
2. The text of the proposed amendment(s) shall be included in the call for the meeting.
3. Amendments from the floor to the proposed bylaw amendment(s) may be made only for nonsubstantive changes from the proposal included in the call, as determined by the moderator.

