

**BY-LAWS OF  
THE EAST SUBURBAN UNITARIAN UNIVERSALIST CHURCH OF  
PITTSBURGH, PENNSYLVANIA**

**(As Revised at Annual meeting June 12, 2004, amendments are in bold)**

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**Article I      NAME**

The name of this religious fellowship shall be the East Suburban Unitarian Universalist Church of Pittsburgh, Pennsylvania, hereinafter known as ESUUC.

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**Article II      DENOMINATIONAL AFFILIATION**

This church shall be a member of the Unitarian Universalist Association (UUA) and of the Ohio-Meadville District (OMD) or any constituted replacement to be used for the extension of liberal religion that includes the eastern Allegheny and western Westmoreland counties of Pennsylvania (Monroeville, Pennsylvania).

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**Article III      PURPOSE**

- Section 1      The purpose of this Church is to bring religious liberals into closer acquaintance and cooperation for the study and practice of religion, and for the diffusion of the knowledge of Unitarianism and Universalism, and the furthering of their principles through discourse, inquiry, meditation and action.
- Section 2      The name, funds, or influence of the Church may be used only in support of this purpose.

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**Article IV      AUTHORITY IN THE CHURCH**

The voting members of ESUUC in any meeting convened in the manner prescribed by these bylaws shall constitute the final authority in the government of the society.

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**Article V      MEMBERSHIP**

- Section 1      Any person may become a voting member of ESUUC who is at least thirteen (13) years of age and is in sympathy with the Purpose and program and so signifies by signing the Official ESUUC Membership Book.
- Section 2      Youth memberships are maintained until age 18 with full voting rights but without being counted as pledging units or members of the Unitarian Universalist Association or Ohio-Meadville District.
- Section 3      Any person who desires to participate in the activities of ESUUC but who does not choose to sign the Official Membership Book shall be considered a Friend of ESUUC.
- Section 4      The following rights shall not be abrogated by written rule, custom, expediency, or any other cause, and no society members shall be discriminated against - de jure or de facto - on the basis of race, sex, age, financial condition,

sexual orientation, or any other characteristic, or be excluded from participation in the decision-making and office-holding processes of the society.

A. Information and Attendance at Meetings

Every member of the ESUUC shall have the right to:

1. Inspect all records and memoranda of the ESUUC,
2. Vote on all matters under consideration with the exception of:
  - a) matters concerning the disposition of any church funds or property in excess of \$750.00,
  - b) amending of the Bylaws, or
  - c) hiring or termination of a Minister or Religious Education Director,

in which case voting shall be restricted to those persons who have been members for at least thirty (30) days,

3. Attend any meeting of the Board or of any committee of ESUUC during which official business is conducted, except for executive sessions of such Board or committee, and to express his or her views on the issues being discussed. A member who is unable to attend such a meeting may communicate to the Board or committee, with the understanding that the communication will be considered and a response duly made if the member so requests it.
4. Receive the advance notice of the time, place and agenda of meetings of ESUUC or its committees as set forth in the article on that subject.

B. Nominations and Elections, Terms of Office

1. Every member shall have the right to present his or her name or that of any other member, eighteen (18) years or older, to the Nominating Committee of ESUUC, as a candidate for any elective office. Nominations shall remain open until they are closed by vote of the membership at the annual meeting.
2. After the Nominating Committee determines that a nominee is willing to serve, the slate of nominees is presented to the Membership without distinguishing in any way between its own selections and names received from outside the Nominating Committee.
3. Elections are conducted by use of secret ballot. If there is no objection, and only a single slate has been presented, the vote may be conducted by voice vote.
4. Upon petition of 5% of the Membership, a special meeting may be called to consider initiation or discontinuance of any specific appointment. However, it is the duty of the President and the Vice-President, in the President's absence, to fill a vacancy (which normally will be again considered when the next officers fill specific appointed positions), until the next election.
5. Any delegate representing ESUUC shall be appointed by the Board of Trustees.
6. No person whether employed, elected, or appointed to a position in ESUUC shall hold office longer than three years without being re-elected, re-selected, or re-considered.
7. Upon recommendation to the Church by the Board of Trustees, the Church by a two-thirds vote of those persons at a regular or special meeting may appoint one or more Commissioned Lay Leaders in compliance with the program specified by the Ohio-Meadville District. Such Commissioned Lay Leaders shall be

members of the Church, and shall be compensated for appropriate expenses as authorized by the Budget.

C. Special Meetings

Providing that at least 10% of the Membership request it and that at least 21 days notice has been given, a Special meeting of the ESUUC may be called for one or more of the following purposes:

1. To discuss, with or without voting, matters as set forth in a petition,
2. To obtain information on any ESUUC-connected subject, or concerning ESUUC-related performance of any officer, staff person, or committee, with the right to question and to receive replies from the person or persons concerned,
3. To charge any officer, staff person, or committee with interference in the rights of a free church person or to charge such officer, staff person, or committee with the commission of an unjust act or with the failure to perform properly-assigned duties,
4. To take corrective action against the person or persons being charged according to paragraph 3 above, such corrective action meeting having been convened by a separate petition and taking place not less than 30 days after the meeting at which the charges were made Corrective action may include the ultimate options of removal from office. No contract made by the Church shall be valid which seeks to evade the removal powers herein described.
5. The 21 day notice requirement shall be waived in matters relating to the use of non-budgeted funds over \$750 if there is a substantial risk to safety or the integrity of the church building.

D. Communications

Every member shall have the right to be kept informed of important action affecting the Society through regular organized channels of communication.

Section 5 Any member desiring to resign from ESUUC may do so by addressing a written communication to that effect to the Board of Trustees. The name of such resigning member shall then be struck from the Membership Book. The names of members who permanently move away or cease participating in Church affairs may also, by action of the Board of Trustees, or a committee thereof, be struck from the Official Membership Book unless such members request otherwise, after a reasonable effort has been made to determine the wishes of such members.

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**Article VI MEETINGS**

Section 1 The religious meetings and services of ESUUC shall be held regularly as determined by the Board of Trustees.

Section 2 Business meetings of ESUUC shall consist of an annual meeting and any special meetings.

Section 3 The annual meeting shall be held during the fourth quarter of the Church year at a time and place fixed by the Board of Trustees and as specified in Article V, Membership.

- Section 4 Written notice of every annual meeting and special meetings shall be sent to every member. Meeting notices must be given at least 21 days prior to the meeting, including the agenda of the business to be transacted, and, if the annual meeting, including the slate of officers submitted by the Nominating Committee.
- Section 5 Thirty (30) percent (%) of the voting members of ESUUC, as defined in Article V, Section 4A, shall be a quorum for the transaction of business at all meetings of the Membership. Representation by proxy submitted to the Secretary prior to the meeting shall be permitted. The Secretary of ESUUC shall make a list of all members present at each meeting and shall file said list among the documents of the Church. Said list must show that a quorum was present.
- Section 6 Unless otherwise provided herein or agreed by all members present, all meetings shall be conducted in accordance with Robert's Rules of Order. In case of any conflict between these rules and the bylaws of the ESUUC, the latter will govern.
- Section 7 The agenda of the annual meeting shall include reports of all officers and committees. These reports will summarize the activities and accomplishments of each for the prior fiscal year.

## Article VII OFFICERS

- Section 1 At each annual meeting held in an even numbered year a President, Vice President, Program Chair and **Community Facilitator** shall be elected. The election of Secretary, Treasurer, Religious Education Chair and Facilities Manager shall be held in odd-numbered years. Elected officers shall hold their offices for two fiscal year terms beginning July 1 and until their successors have been elected and qualified. These officers shall perform the duties usually pertaining to these offices, and, along with any Minister(s) and/or Commissioned Lay Leader(s) (ex-Officio) shall constitute the Board of Trustees, hereinafter called the "Board". A Nominating Committee shall be elected each year at the annual meeting.
- Section 2 The Board (four elected officers, Religious Education Chair, Program Chair, Facilities Manager, **Youth Representative**, Minister(s) and Commissioned Lay Leader(s)) shall have general charge of the property of the Church and conduct all of its business affairs and the control of the its administration. The immediate Past President, if the Past President chooses to serve, will be an advisor on the Board. The Board shall be responsible for voting on Church business, selection of special committees and designating committee duties, and may authorize compensation for justifiable expenses. Should vacancies occur among officers of the Church, the Board shall fill such vacancies by appointment for duration of the unexpired term. A quorum shall consist of 50% of the voting board members.
- Section 3 The President shall be President of the Church and Chairperson of the Board. The President shall preside at all meetings of the Church and of the Board, but shall not vote at these meetings except to break a tie. The President shall exercise all of the powers and perform all of the duties normally pertaining to the office of President of a Church unless otherwise specified. The President is an ex-officio member of all committees and shall sign all agreements and formal instruments, except those pertaining to the office of Treasurer.

Section 4           The Vice-President shall be Vice-President of the Church and Vice-Chairperson of the Board. The Vice-President shall perform the duties and exercise the powers of the President in the President's absence and shall be the coordinator among the Standing Committees. The Vice-President shall convene and preside over meetings of the chairpersons of the Standing Committees with the intent to coordinate the activities of the Church, and report at meetings of the Board. The Vice-President is an ex-officio member of all committees and, in the absence of the President, may sign agreements and formal instruments.

Section 5           The Secretary shall be Secretary of the Church and of the Board. The Secretary shall act as Secretary, or arrange for secretarial service, at all meetings of the Church and of the Board, and shall, subject to the direction of the Board, exercise all of the powers and duties normally pertaining to the office of Secretary of a Church. Including the duties elsewhere defined in the Bylaws, normal duties of the Secretary include publication of meeting calls and the agenda for such meetings, handling of ESUUC correspondence, maintenance of membership rosters, committee rosters, attendance at the annual and special meetings, and preparation and cosigning of all agreements and formal instruments except those pertaining to the office of Treasurer.

Section 6           The Treasurer of the Church shall, subject to the direction of the Board, exercise all of the powers and perform all of the duties normally pertaining to the office of Treasurer of a Church. The Treasurer shall, among other duties, be responsible for safekeeping of the funds of the Church, for issuance of checks in payment of debts when so authorized by the Board, and for maintaining accurately all necessary financial records of the Church. The Treasurer shall keep the Board informed as to the financial condition of the Church at each meeting of the Board and submit a report of the Treasurer's Office at the annual meeting. During the third quarter of the fiscal year, the Board shall appoint an Audit Committee to check the transactions of the Treasurer at the close of the fiscal year to be read to the members at the annual meeting. Control of finances in the ESUUC is governed by these rules:

1. Voting members of the Society at an authorized meeting shall have complete and final control over the budget, the investment of funds and handling of monies used to operate the Society, and monies held for the benefit of the Society.
2. During the final quarter of every fiscal year, the Society shall be presented with a proposed budget for the next fiscal year which itemizes Income and Expenses. Members may request a meeting to introduce or change items in the budget. Adoption of the budget would normally occur in the last quarter of the fiscal year. Should the adoption of the budget be delayed by up to three months, the Treasurer is authorized to spend funds commensurate with the normal operation of the Church during this period. Any individual expenditures not normally included in past budgets and over \$100.00 must be approved by a majority of the Board present at a meeting.
3. Decisions regarding the use of funds will be made only after careful consideration of the moral consequences of such decisions and after taking into account the need for fiscal responsibility. If the legality of the fiscal responsibility of any action should be called into question, the Congregation may utilize the services of legal, financial, or other experts to assist in the clarification of the risks involved. After discussion, the majority vote shall determine the course to be followed.

4. The Society shall encourage all donors to make their gifts unrestricted.
5. All restricted gifts shall be reviewed every five years by the Membership to ensure that the donor's intent is interpreted in the light of current conditions and needs. If necessary, court action may be taken to effect appropriate changes.

- Section 7 The Religious Education Chairperson, as liaison between the Board and R. E. program, will be responsible for seeing that the goals and objectives of the R. E. program are carried out in the best interests of the Congregation. This will be accomplished by assembling a committee that is composed of a mix of the congregation, calling six (6) R. E. meetings a year and working closely with any R. E. Director (the R. E. Coordinator).
- Section 8 The Program Chairperson shall assemble and chair the Program Committee which will be responsible for setting Sunday programming goals, considering a variety of adult liberal religious education needs and arranging for their implementation. Opportunity shall be made for ESUUC members to present programs or services on topics of their own interest and design.
- Section 9 The Facilities Manager shall coordinate committees responsible for maintenance, landscaping, aesthetics, signs & symbols, use policy, long range facilities planning and other facilities related functions which are found to be necessary.
- Section 10 The Community Cluster Facilitator shall coordinate the activities of committees directly related to community involvement, including Caring and Concerns, Community Enrichment, Social Action and Welcoming.**
- Section 11 The Youth Representative shall be chosen by the Junior Members of the congregation from among themselves. The primary responsibility of the Youth representative will be as a voting member of the Board of Trustees representing the interests of the Junior (13 – 18 years old) members of the congregation.**
- Section 12 Other officers, agents and committees may be authorized or appointed by the board at its discretion for the attainment of the purposes of this Church.
- Section 13 The Standing Committees of ESUUC shall be among the following:  
(a) Building and Facilities (h) Sunday Services  
(b) Celebration and Music (i) Publicity  
(c) Finance (j) Refreshments  
(d) Library (k) Religious Education  
(e) Membership (l) Social  
(f) Nominating (m) Social Responsibility  
(g) Personal Services  
and shall include additional Standing Committees as shall be determined by the Society.
- Section 14 The chairpersons of the Standing Committees must be members of the Church. Duties of the Standing Committees are so defined by the Board, except as previously defined in these Bylaws. Chairpersons are appointed by the President except for those chaired by elected officers.
- Section 15 Friends of ESUUC may serve as chairpersons of sub-committees or

temporary committees established by the President, by the Board, or by committee chairpersons. Such assignments qualify the person to participate in all activities except voting.

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**Article VIII      STAFF**

- Section 1      The staff of ESUUC includes those persons responsible for religious and pastoral care, personal counseling, rites of passage, religious education of adults and children and administrative affairs. These persons may include a Minister, Assistant Minister, Religious Education Director, Commissioned Lay Leader, Administrator and Church Secretary.
- Section 2      The Minister shall be chosen and his or her salary determined by a vote of the voting members of the congregation in attendance at a regularly-called meeting, and a two-thirds vote of such members shall be necessary for his or her call or dismissal, or the acceptance of his/her resignation. In neither of which case shall proxies be permitted. In the case of vacancy in the office of Minister, it shall be the duty of the Board of Trustees to see that the pulpit is filled until a new Minister is chosen by the members. The Board of Trustees may choose one or more Assistant Ministers and fix his/her/their salaries.
- Section 3      Search Committee: a Ministerial Search Committee shall be formed consisting of seven (7) members, of which five (5) shall be elected by the congregation and two (2) shall be appointed by the Board of Trustees, neither of which may be members of the Board. The Board of Trustees shall have authority to appoint replacements for any members of the committee who resign or become unable to serve.
- Section 4      The Minister and Assistant Ministers shall be ex-officio members of the Board of Trustees and all Church committees, but shall not constitute any part of a quorum and not have any vote on questions presented to the Board of Trustees. Ex-officio members may attend all meetings of the Board of Trustees, but the Board of Trustees may ask one or more of them to absent themselves when matters peculiarly personal to them are under discussion.
- Section 5      Pastoral Relations Committee: When the office of Minister or Assistant Minister is filled, a Committee of Ministry shall be established consisting of three (3) members.
- A. Term of Office: Members of the Pastoral Relations Committee shall be appointed for a three (3) year term, such that one new member is appointed every year to replace an outgoing member. Any vacancies that occur, other than those due to expiration of a term, shall be filled within sixty (60) days by appointment to the remainder of the three year term.
  - B. Appointment: All vacancies on the Pastoral Relations Committee due to the expiration of a three (3) year term or from any other cause shall be filled by the Board of Trustees using the following procedure: The Minister (with advice from the Assistant Minister, if any) shall submit a list of at least two candidates for every vacancy, from which the Board of Trustees shall select their choice for the appointment.
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**Article IX      ENDOWMENT**

- Section 1            There is hereby established an Endowment Fund of the Church (the Fund) to consist of:
- (a) Donations or bequests made or to be made by contributors who have in writing to the Church or by will indicated that such donations or bequests or for the purposes of the Fund and
  - (b) Any securities in which such donations or bequests and income on securities constituting part of the fund are invested.
- Section 2            Except as provided in Section 3 of this Article IX, the principal of the Fund shall remain intact and not be expended for any purpose, and 50% of the net income of the Fund for each fiscal year of the Church determined in accordance with generally accepted accounting principles (or a greater percentage if the Board of Trustees shall so determine) shall be reinvested in the Fund and be considered part of the principal thereof. Income from the Fund not required to be reinvested in the Fund as aforesaid may be used for the general operating expenses of the Church or such other purpose or purposes related to the affairs of the Church as the Board of Trustees in its discretion shall from time to time determine.
- Section 3            The principal of the Fund, including any income that has been reinvested in the Fund, may be expended for any purpose or purposes related to the affairs of the Church, provided that such expenditure is first proposed by the Board of Trustees at any regular or special meeting thereof and thereafter is approved at any annual or special meeting of the Church by a two-thirds majority vote (members being permitted to vote in person or by written proxy) of all the members of the Church present at the said meeting either in person or by written proxy, the purpose or purposes for which the expenditure is proposed to be made and the amount thereof to be outlined in the notice of the particular meeting at which such action is to be considered.
- Section 4            An Endowment Committee consisting of three members, at least one of whom shall be a member of the Board of Trustees, shall supervise the raising of monies for the Endowment Fund. An Investment Committee consisting of five members of the Church, at least two of whom shall be members of the Board of Trustees, appointed from time to time by the Board of Trustees, shall supervise the investment of funds constituting the Fund.

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**Article X            AMENDMENTS**

These Bylaws may be amended at any duly-called meeting of the membership where proposed changes (including replacement) must accompany the meeting notice. The notice must be at least 21 days prior to the meeting, in writing. A quorum of the membership must be in attendance and two-thirds of those present and qualified to vote must approve changes to the Bylaws for them to be adopted.

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**Article XI            DISSOLUTION**

Should ESUUC cease to function and the membership vote to disband, the accrued assets of the Church are to be assigned to the Ohio-Meadville District of the Unitarian Universalist Association, or any constituted replacement that includes the eastern Allegheny and western



Westmoreland Counties (Monroeville, Pennsylvania area), to be used for the extension of liberal religion.

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