Please note, the current 2026/2027 board is in the process of updating the policy and procedure manual which may affect how our constitution reads. Please be patient during our updates. Thank you!

CONSTITUTION

THE UNITARIAN UNIVERSALIST CHURCH of BIRMINGHAM

PREAMBLE

This church is formed as a symbol of free religious thought, not impeded by creed, doctrine or dogma. It adheres to the concept that a religion must stress the improvement of life on earth as an end, not as a means, to immortality. It accepts as authority the reason, common sense, and experience of the thinking individual and encourages continuous reevaluation of one's religion in the light of new knowledge and experience. In harmony with our above stated principles, the following covenant is adopted.

> It is the purpose of this Society to provide a place where freedom of worship, speech, thought, and the dissemination of ideas shall be welcomed, protected, and fostered; to maintain a free pulpit where these freedoms will be exercised and made manifest to the members of the Society and the community; to develop the spiritual, intellectual, social, and moral faculties of all persons, and to welcome diversity. Therefore all persons, families, and friends, without exception, are welcome, provided only that they come to worship or make religious inquiry.
>
> Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE I
CONGREGATION

Section 1. MEMBERSHIP

The membership of the Congregation shall consist of all persons who are sixteen years of age or older, who accept the responsibilities of membership, who sign the membership book indicating agreement with the principles and values of Unitarian Universalism, and who want to make the Unitarian Universalist Church of Birmingham their church home. The signing of the membership book must be witnessed by the Minister, the President, or any member of the Church designated by the President.

1a. Responsibilities of Membership

The responsibilities of members consist of personal participation in Church affairs and financial support in the form of a pledge in good faith or an identifiable contribution within the current or previous fiscal year. Contributions identified as "family" (meaning two or more individuals defining their relationship as familial) shall apply to all persons in that family who pledge jointly. The Minister and the President together may waive the financial requirement to make certain that no one is denied the benefits of membership because of financial hardship. In the absence of a minister, the President will consult with the Vice-President regarding financial requirements.

1b. Privileges of Membership

Members who currently fulfill the responsibilities of membership (Section 1a) are entitled to the following:

- Voting at congregational meetings
- Serving in elected positions
- Pastoral services including but not limited to child dedications, weddings, funerals, and pastoral care
- Other privileges approved by the Board of Trustees as specified in the Policies and Procedures Manual

1c. Pathway to Membership

Those wishing to become members must complete a New UU class. This requirement extends to those new to the Unitarian Universalist Church of Birmingham, even if they were members of another UU church. The Minister may waive this requirement upon consultation with the candidate. In the absence of a minister, the President will consult with the Vice-President regarding the requirement to complete New UU classes. A financial pledge in good faith is also expected.

1d. Categories of Membership

i. Active members are those who have signed the membership book and fulfill the requirements of membership specified in Section 1a. Active members are entitled to the privileges listed in Section 1b. These members are included in our annual count to the Unitarian Universalist Association (UUA) and the Mid-South District (MSD).

ii. Employee members enjoy all the privileges of active members with the following exceptions: They are precluded from voting on budgetary items and may not serve as officers, voting board members, and members of the finance, nominating, and personnel committees.

iii. Emeritus members are no longer able to participate because of age or infirmity but still wish to stay affiliated with the Church. They may vote and are entitled to pastoral services. They may not hold elected office and are not included in our UUA and MSD counts. The Board of Trustees bestows emeritus status on candidates.

1e. Non-Member Categories

i. Pledging Friends are those who provide financial support to the Church but choose not to sign the membership book. Contributions identified as "family" (meaning two or more individuals defining their relationship as familial) shall apply to all persons in that family who pledge jointly. They may not vote or hold elected office. They are entitled to pastoral services. They are not included in our UUA and MSD count.

ii. Friends are people who do not provide financial support and do not sign the membership book. They may not vote or hold elected office, and are not included in our UUA and MSD count. Pastoral services are at the discretion of the minister.

1f. Membership Records

Membership records shall be maintained by the membership chair. Membership records shall be updated annually in the third quarter of the calendar year by representatives of the membership, finance, and stewardship committees, in collaboration with the Minister and Director of Religious Education. Two good faith attempts shall be made by the membership chair to contact those whose membership status is in question. The membership chair shall submit an annual membership report to the Board of Trustees at its November meeting. The membership list shall be published every January and shall be available at all congregational meetings at which a vote will be taken.

1g. Resignation

Any member may resign by giving notice of resignation to the Minister or the President.

Failure to perform the responsibilities of membership for a period of one year shall have the effect of resignation. Removing someone from the membership list for lack

of participation requires a three-fourths vote of the Board of Trustees. Moving to another location shall have the effect of resignation unless the member specifically informs the Minister or the President that continuing membership is intended.

The Board Secretary shall notify in writing members whose status has been changed by vote of the Board of Trustees.

Resignation from membership under the provisions of this section shall not prevent the person from rejoining.

1h. Removal

Membership may be revoked for cause, e.g. disruptive or criminal behavior, by a three-fourths vote of the Board of Trustees. In this case, approval by the Board of Trustees is required to restore membership.

Upon a three-fourths vote of the Board of Trustees, the Board Secretary shall notify in writing members whose status has been changed.

Section 2. MEETINGS OF THE CONGREGATION

An annual budget meeting of the Congregation shall be held each year during the month of January. An annual election meeting of the Congregation shall be held each year during the month of May. Special meetings may be called by the Board of Trustees or on the written request of ten percent of the voting members of the Church. The purpose, date, time, and place of all such meetings shall be announced by the Secretary in writing to the membership at least two weeks in advance of the meeting and shall be announced from the pulpit on the two consecutive Sundays preceding the meeting. In emergency situations, the Board of Trustees may call a special meeting of the Congregation without the two weeks' notice, provided the membership is notified in advance by telephone or by mail at the telephone number or address carried on the registry of the Church not less than twenty-four hours prior to the time of the meeting. The members who are present shall constitute a quorum at any meeting of the Congregation. Except as otherwise provided in Article III, Section 2, and Article V, Sections 1 and 2, all decisions, including elections, shall require a majority of those present and voting.

ARTICLE II
CHURCH GOVERNMENT

Section 1. AUTHORITY

Authority to conduct the business and affairs of the Church shall be vested in a Board of Trustees, except for matters herein reserved for the Congregation or assigned to designated officers or committees. Members of the Board of Trustees shall be elected and may be removed by the Congregation as provided herein.

Section 2. COMPOSITION OF THE BOARD OF TRUSTEES

The Board of Trustees shall be composed of a President, a Vice President, a Secretary, a Treasurer, and a Chairperson of the Spiritual and Ethical Enrichment Committee, each elected annually for a one-year term, and four other members elected, two each year, for two-year terms. Annual terms run July 1 through June 30.

No person may serve more than four consecutive years in one or more than one capacity on the Board, except that the President may be elected without regard to this limitation. Any trustee may be nominated for a second two-year term. The immediate Past President shall serve as an adviser to the Board. Only members of the Congregation who have belonged for more than one year may serve as members of the Board of Trustees. Officers and other Board members shall be nominated and elected as provided herein. Except for the office of President, vacancies in the Board of Trustees shall be filled in the same way.

Section 3. BOARD OFFICERS

Officers assume the authority conferred in Section 1, fulfill the roles specified herein, and serve as liaisons to specific committees so as to inform the work of the Board.

a. THE PRESIDENT

The President shall be known as the President of the Congregation. The President shall preside at all meetings of the Congregation and of the Board, and may vote only in case of a tie. The President shall appoint standing and special committees as provided herein and shall be member ex officio of all committees. The President shall be the representative of the Church and Congregation, unless the Congregation or Board of Trustees has delegated specific representation to another.

b. THE VICE-PRESIDENT

In the absence of the President, the Vice-President shall preside at meetings of the Congregation and the Board of Trustees. In the event of the temporary disability or incapacity of the President, the Vice-President shall assume the President's rights and duties as Acting President. In the event of the death or resignation of the President, the Vice-President shall succeed to the office of President.

c. THE SECRETARY

The Secretary shall keep full and accurate minutes of all proceedings of the Board of Trustees and of the Congregation, and shall communicate notices of meetings of the Congregation to members.

d. THE TREASURER

The Treasurer shall oversee the financial management of Church affairs, and shall be fiscal advisor to the Board of Trustees and the Congregation. The Treasurer shall make a financial report to the Board of Trustees at each regular meeting and shall report to the annual budget meeting of the Congregation.

Section 4. BOARD MEMBERS

Board members assume the authority conferred in Section 1 and serve as liaisons to specific committees so as to inform the work of the Board.

Section 5. MEETINGS OF THE BOARD OF TRUSTEES

The Board of Trustees shall hold regular monthly meetings. Special meetings may be held at the discretion of the President or upon the request of two members of the Board. Notice of all Board meetings shall be given by the President at least one week in advance of the meeting date, except in cases of emergency. A quorum shall consist of six members/officers, including the President, and decisions shall be made by a majority of those present and voting. Meetings are open to other members of the Congregation, but participation shall be by invitation or consent of the Board.

Section 8. COMMITTEES

Except as otherwise provided herein for the Nominating Committee, the Spiritual and Ethical Enrichment Committee, and the Ministerial Selection Committee, standing and special committees shall be created and their composition and duties determined by the Board of Trustees, and the President shall appoint the chairpersons and other members of such committees with the advice and consent of the Board of Trustees, and all such appointments shall expire with the office of the appointing President.

Section 9. NOMINATING COMMITTEE

The Nominating Committee shall consist of five members of the Congregation elected by the Congregation. Each member of the Nominating Committee shall be elected for a term of two years, except that at the first election after the adoption of this Constitution three members shall be elected for a term of one year and two members for a term of two years. It shall be the duty of the Nominating Committee each year to nominate candidates for all offices, the chair of the Religious Education Committee, other positions on the Board of Trustees that are to expire, and the chair and other positions on the successor Nominating Committee, subject to election by the Congregation at the annual election meeting. Vacancies that may occur in any elected position except that of President will be filled by a majority vote of the Board of Trustees until the next scheduled congregational meeting. Names of nominees shall be mailed to each member of the Congregation at least two weeks prior to the date of election. Additional nominations from the floor may be made at all election meetings.

Section 10. SPIRITUAL AND ETHICAL ENRICHMENT COMMITTEE

The Spiritual and Ethical Enrichment Committee (SEEC), whose chairperson shall be elected annually as otherwise provided herein, and whose other members, in numbers determined by the Board of Trustees, shall be appointed annually by the President with the advice and consent of the Board of Trustees, shall meet regularly with the Director of the Religious Education program, shall report to the Board of Trustees on the Religious Education program, and shall otherwise provide liaison between the Board and the Religious Education program.

Section 11. REMOVAL OF OFFICERS AND TRUSTEES

Any officer or other member of the Board of Trustees or member of the Nominating Committee may be removed from office by the Congregation. Any officer or other member of the Board of Trustees who has been absent from four regular meetings of the Board of Trustees may be removed from office by vote of the Board of Trustees.

ARTICLE III

THE MINISTER

Section 1. MINISTERIAL SELECTION COMMITTEE

When the need arises to engage a new Minister, a Selection Committee, consisting of a chairperson and six other members, shall be appointed by the President with the advice and consent of the Board of Trustees. The Selection Committee shall continue to function until a candidate is employed by the Congregation, the Congregation discharges the Committee, or the Committee dissolves itself by a majority of its total membership.

Section 2. MINISTER

The Minister shall be elected and the terms of employment approved by the Congregation at a meeting called for that purpose. The minimum vote needed to elect a minister shall be 66.67% of the members present. The Minister shall serve until a resignation is submitted or dismissal voted by the Congregation, a minimum of ninety days' notice being expected in either case.

Section 3. RESPONSIBILITIES OF THE MINISTER

The Minister shall have primary responsibility for the conduct of regular services of worship and shall be available to conduct weddings and memorial services.

Section 4. ANNUAL REPORT

It shall be the duty of the Minister to make a full report to the Congregation at the annual election meeting, to bring to the attention of the Board of Trustees matters pertinent to the general welfare of the Church, and to make recommendations on the policies of the Church.

ARTICLE IV
FISCAL AFFAIRS

Section 1. FISCAL YEAR

Effective, July 1, 2007, the fiscal year of the Church shall be from July 1 through June 30.

Section 2. BUDGET

The Board of Trustees shall prescribe responsibilities and procedures for the timely preparation each year of a proposed budget incorporating estimated income and planned expenditures for the next fiscal year. After approval by the Board of Trustees, the detailed budget shall be mailed to each member of the Congregation at least two weeks prior to the annual budget meeting of the Congregation. If the proposed budget is not accepted, with or without modification, further action by the Board of Trustees and additional meetings of the Congregation will be required until approval is voted.

Section 3. FISCAL RESTRAINT

The Board of Trustees shall authorize expenditures in accordance with the approved budget, but, while exercising care to preserve the Church's financial integrity, may authorize, in respect of any single item, up to one thousand dollars ($1,000) in excess of budgetary allowances.

Section 4. **INDEBTEDNESS**

The Board of Trustees shall not incur any indebtedness in excess of one thousand dollars ($1,000) without the consent of the Congregation.

Section 5. **FISCAL MANAGEMENT**

The Board of Trustees shall authorize one or more persons to manage Church funds and accounts, it may require the bonding of such person or persons, and it may provide for an audit of church accounts.

Section 6. **ENDOWMENT FUND**

An Endowment Fund, whose purpose, governance, and operational procedures shall be defined by special resolution adopted by the congregation, shall be established.

ARTICLE V
AMENDMENTS & DISSOLUTION

Section 1. **CONSTITUTIONAL CHANGES**

Changes in the Constitution may be effected by a two-thirds majority of those present and voting at a duly called meeting of the Congregation. Such proposed changes must be circulated by the Secretary to the membership at least two weeks in advance of the meeting.

Section 2. **CHANGES IN CHURCH STATUS**

Dissolution of the Church or secession of the Church from the Unitarian Universalist Association may be effected by a two-thirds vote of the Congregation present and voting at a duly called meeting. In case of dissolution, church property, after payment of all just debts owed by the Church, shall be disposed of as the Congregation, on advice of the Board of Trustees, decides, except that assets shall only be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Section 3. **REVISIONS**

This Constitution is adopted as an amendment to and a revision of the Constitution adopted on January 26, 1954, and amended on May 5, 1963; November 22, 1964; May 2, 1965; May 5,1966; May 25,1969; May 16,1972; February 13,1977; December 16,1979; May 1, 1983; May 8, 1988; May 25, 1989; May 19,1991; May 24, 1992; May 21,1995; February 17, 2006; September 17, 2006; December 17, 2006; May 20, 2007; April 20, 2008; September 25, 2011; and April 17, 2016.

Amended April 17, 2016 as follows:

Preamble

Additional paragraph added to specify that the purposes of The Church are limited to those qualified under Section 501(c)(3) of the Internal Revenue Code

Article V, Section 2

Expanded to specify that upon dissolution of The Church all property is to be distributed to an organization qualified under Section 501(c)(3) of the Internal Revenue Code or to a governmental unit.