

**THE NORTH PARISH OF NORTH ANDOVER
UNITARIAN UNIVERSALIST
190 Academy Road
North Andover, MA 01845-4022**

BYLAWS

2004 Revision voted at Annual Meeting, May 21, 2004

2006 Revision voted at Annual Meeting, May 7, 2006

SECTION I

Name

The name of this religious society is The North Parish of North Andover, Unitarian Universalist, North Andover, Massachusetts.

SECTION II

Purposes

The North Parish of North Andover exists to provide its members the opportunity for worship, education, service and fellowship, to the end of producing a higher nobility and a greater happiness in its members and society and to fulfill the mission statement of the parish*. Practicing freedom of religious thought and democratic methods in harmony with the published principles of the Unitarian Universalist Association**, the Parish shall provide such physical and organizational facilities as are required or deemed advisable by its members to fulfill its purposes. To this end the Parish shall maintain a place of meeting and shall support a settled minister.

The North Parish affirms and promotes the full participation of persons in all its activities and endeavors without regard to race, gender, physical or mental challenge, affectional or sexual orientation, age (except as specified in section V), class or national origin.

SECTION III

The Minister

The Minister shall be one called by a three-fourths vote of the eligible** Parish members present at a meeting held for that purpose. After such a call, the terms and duration of the pastoral relationship, as prescribed by the Parish shall be defined in a written contract by and between the Minister and the Parish acting through its Board of Trustees. The contract with the Minister shall provide that either the Parish or the Minister may terminate their relationship upon a three-month notice in writing. Termination by the Parish shall require a two-thirds vote of the eligible*** members present at a meeting held for this purpose. In the event of a vacancy in the pastorate, the Parish shall hear such candidates for the office as may be recommended by the Board of Trustees or by a Ministerial Search Committee appointed by the Board. The Board may contract to fill such a vacancy until a Minister is called and settled.

The Minister may become a member of the Parish and shall be a non-voting member of the Board of Trustees.

Any person chosen as minister shall be in ministerial fellowship with the Unitarian Universalist Association. Selection of a minister shall not be made on the basis of categories such as age, gender, race, national origin, class, sexual orientation or physical ability, but rather will focus on the skills of the ministerial candidate and the needs of the congregation.

SECTION IV

The Parish

The Parish shall comprise all who are now members thereof and such as may hereafter be admitted to membership under the provisions of these Bylaws. Only members shall be allowed to attend meetings of the Parish as of right, but others may be given the privilege of attendance by vote or by consent of the Parish.

The Parish may establish standards of qualification for membership.

All powers of the Corporation, except such as may be specifically delegated to officers, agents or committees by vote of the Parish or by these Bylaws, shall remain vested in the Parish and shall be exercised by vote of a majority of the Parish members, subject to the quorum requirements as stated in Section VI.

* See Appendix I

** See Appendix II

*** See Section V

SECTION V

Membership

Members of the Corporation shall be the voting members of the Parish. Membership in the North Parish of North Andover is open to all persons eighteen years of age and over who subscribe to the working principles of a free faith and are in sympathy with the purposes of the Parish. Anyone who has completed a Unitarian Universalist Coming of Age program and is at least fifteen years of age may become a member of the North Parish with voting privileges. No other test of creed, or faith, and no test of national origin, race, class, gender, sexual or affectional orientation, physical or mental disability or other similar test shall be imposed as a condition of membership. Any person wishing to become a member should apply in writing to the Board of Trustees, which shall vote upon the request at its next meeting. Any member may terminate membership by filing a written resignation with the Clerk.

All members of the Parish may vote at all meetings and on all questions except employment decisions (including the call and dismissal of a Minister), purchase and sale of property, the dissolution of the legal organization of the Parish or a vote to change the religious denomination of the North Parish. In all of the excepted cases, the right to vote shall be reserved to those who are eighteen years of age or older and have been members of the Parish for at least one year prior to the date of the call of the meeting. However, members under eighteen who have been members of the Parish for at least one year prior to the date of the call of the meeting may vote on the call or dismissal of the Minister. A proxy vote shall not be honored in any meeting of the Parish.

Any member who fails to evidence an interest in the Parish through inattendance and lack of spiritual or financial support for a period of two or more consecutive years may be designated an associate member without voting rights by a majority of the Board of Trustees. Any associate member who does not resume active membership after a period of two years shall be deemed to have resigned upon a vote of the Board of Trustees.

SECTION VI

Meetings

There shall be an Annual Meeting of the Parish during the month of May at the Parish, for the election of officers and for the transaction of any other business that may legally be brought before the meeting. The date, hour and the program of procedure shall be determined by the Board of Trustees.

Special meetings of the Parish may be held at any time and place upon call of the Board of Trustees, and special meetings shall be called by the Board of Trustees upon the written request of not less than twenty members of the Parish, stating the purposes for which the meeting is requested.

All meetings shall be called by warrant, signed by the Clerk or by someone designated by the Board of Trustees, and shall state the time and place of meeting and the substance of matters to be considered. The warrant shall include such articles as are proposed by any officer of the Parish and articles the insertion of which is requested in writing by not less than five members of the Parish; and only such matters as appear in the warrant, other than those of a routine nature, shall be in order at the meeting.

Notice of the Annual Meeting and special meetings shall be given to each member at least ten days before the date of the meeting and shall include the full warrant. Notices not given in person shall be addressed to the member's last post office address as recorded with the Clerk. A warrant shall also be posted in the parish hall. Notices of meetings shall be read from the pulpit on the Sunday next preceding the meeting, if a regular Parish service be held on that Sunday. No notice of adjourned meetings shall be required unless the Parish so votes. Notice to members of such adjourned meetings need include only such reference to the contents of the warrant as the Board of Trustees deems necessary.

Fifteen percent (15%) or more eligible members shall constitute a quorum at any meeting of the Parish, except for voting on the special questions designated in Section V, Paragraph Two. For these special questions, the quorum shall be forty percent (40%) of eligible members. In actions dealing with conveyance of property by the Parish, the dissolution of the legal organization of the Parish, or changing the religious denomination of the Parish, a confirming meeting shall be held with the same notice as for any Parish meeting.

The rules contained in *Robert's Rules of Order--Revised* shall govern all meetings of the Parish. Except as herein otherwise required, a majority of members present and voting shall accomplish any lawful act of the Parish.

SECTION VII

Fiscal Year

The fiscal year of the Corporation shall be the first six months of 2001, ending with June 30, and thereafter, the twelve months starting with July 1 and ending with June 30.

SECTION VIII

Officers and Trustees

The officers of the Parish shall be a Moderator, a Clerk, a Treasurer and a Collector, elected for a term of one year.

The Board of Trustees shall consist of seven elected members plus the Treasurer and Minister as non-voting members. Two or three members shall be elected annually for a term of three years. No outgoing member who has served three successive years shall be eligible for re-election until the lapse of at least one year following that member's latest term of office. Officers, whether appointed or elected, as well as employees, may be required to be bonded at the discretion of the Board of Trustees. In January 2001, officers shall be elected for terms ending at the Annual Meeting of May 2002. The terms of Trustees still in office as of January 2001 shall be extended for six months beyond their original expiration date. Thereafter, terms of Trustees and officers shall commence at the close of each May Annual Meeting and continue until the following Annual Meeting for officers, or until their terms expire, for Trustees.

All officers and Trustees shall be members of the Parish and shall be eighteen years of age or older.

SECTION IX

Moderator

The Moderator shall preside, when present, at all meetings of the Parish. In regulating proceedings, the Moderator shall have, so far as applicable to the circumstances, the powers of the Moderator in town meetings in Massachusetts. In the absence of the Moderator the meeting shall choose a moderator pro-tem for the duration of the meeting.

SECTION X

Clerk

The Clerk shall be the recording officer of the Parish and shall keep a complete list of all members and associate members and an accurate and full record of all Parish meetings. The Clerk shall give notice of all meetings of the Parish, under the direction of the Parish, or of the Board of Trustees and shall also perform such recording and clerical services as may be required by the Moderator or the Board of Trustees or the General Laws of Massachusetts. The Clerk shall preside during the election of the Moderator pro-tem.

SECTION XI

Treasurer

The Treasurer shall receive, keep and disburse all monies of the Parish but shall make only such disbursements as are approved or directed by the Board of Trustees.

The Treasurer shall act as custodian of all funds and investments of the Parish and shall have power to transfer and reinvest them on recommendation of the Investment Committee and approval of the Board of Trustees. All money and securities received shall forthwith be deposited in some institution of deposit and safekeeping, which is approved by the Board.

The Treasurer shall make an annual report to the Parish for the previous fiscal year, including all receipts and expenditures made in the name of the Parish and of the balance of monies and funds held or controlled. The Treasurer shall make similar reports quarterly to the Board of Trustees.

The Treasurer shall be bonded for faithful performance, in an amount and with sureties to be approved by the Board of Trustees, within thirty days of taking office. The Treasurer shall be a non-voting member of the Board of Trustees and a voting member of the Fundraising/Finance Committee and Parish Council.

SECTION XII

Collector

The Collector shall collect all such monies as the Board of Trustees may require and deposit them in the institution of deposit approved by the Board. If not the same person as the Treasurer, the Collector shall account to the Treasurer all such collections, at least fortnightly. The Collector may likewise be required to be bonded as is required of the Treasurer at the discretion of the Board of Trustees. The Collector shall make a quarterly report to the Board of Trustees and an annual report to the Parish for the prior fiscal year. The Collector may be a voting member of the Finance Committee.

SECTION XIII
Board of Trustees

The Board of Trustees shall be the principal executive and directing agency of the Corporation. Besides the specific duties and powers enumerated in these Bylaws, it shall have and exercise advisory supervision over other committees and agencies, and it shall have the care and custody of all the property of the Corporation

Four members of the Board of Trustees shall constitute a quorum, but three or fewer members by unanimous vote may call a meeting of the Parish for the purpose of filling vacancies in the Board. Any number less than a quorum may adjourn from date to date. Any trustee absent from three consecutive Board meetings without good and sufficient cause as determined by the Board of Trustees shall be considered as resigned and the vacancy shall be filled as provided in Section XV. The Board may accept resignations in its own membership.

The Board of Trustees shall elect annually, within a month after the Annual Meeting of the Parish, a Chair and an Assistant Chair and/or Secretary. Any of these officers may call meetings of the Board and shall do so upon request of two or more members. The Board shall hold at least six regular meetings during the year, one of which shall be in each calendar quarter. Calling of Board meetings shall be by ordinary and reasonable methods of communication and shall be valid, notice of which is waived by the members or is subsequently ratified by them at a duly called meeting.

The Board of Trustees shall be the only agent of the Parish to make contracts or incur indebtedness, except as set forth in committee budgets previously approved by vote of the Parish as stated in Section XVI, Paragraph Four. No contract or employment involving the expenditure or indebtedness of more than 1 (one) per cent of the annual operating budget for any purpose, or for any group of undertakings involved in one general enterprise, shall be valid unless previously authorized or subsequently ratified by the Parish.

Routine transfers of moneys from unrestricted principal funds into the general budget for the sole purpose of easing temporary cash flow problems throughout the course of the fiscal year shall be allowed by vote of the Board. If, however, during the fourth quarter of the fiscal year it becomes apparent based on budget projections that in order to provide the overall revenues needed to fully fund authorized appropriations, use of unrestricted principal funds may be necessary, a special meeting shall be called to inform the Parish of such use of funds and to see what further actions the Parish may wish to take.

The Board of Trustees shall present to each Annual Meeting of the Parish a summary account of the Parish and a report of the business activities of the Parish for the fiscal year. It shall also submit a budget with the advice of the Parish Council in the form of an estimate of receipts and expenditures for the ensuing year with recommendations as to the conduct of the affairs of the Parish. The budget shall include items making appropriations for the Unitarian Universalist Association.

The Board of Trustees shall annually arrange for an internal audit of the account of the Treasurer, which shall be presented to the Board. Every other year and/or when either or both the Treasurer or Collector resign, an outside audit shall be arranged.

In the absence of both the Clerk and the Moderator at the Annual Meeting or Special Meeting, a Trustee shall preside for the election of a Moderator pro-tem and Clerk pro-tem.

The Board of Trustees in consultation with the Minister shall be responsible for interviewing and selecting candidates for the position of Office Administrator.

The Board of Trustees shall appoint a Personnel Committee consisting of three members to serve for staggered three-year terms. The Personnel Committee will establish and review personnel policies and benefits.

The Board of Trustees shall appoint a Staff Relations Committee. The staff shall submit nominations for the committee from which the Board of Trustees shall select three members to serve for staggered three-year terms. The Staff Relations Committee shall meet quarterly to support and facilitate communications and clarify matters concerning relations between the Staff and the Council, Committees, the Board of Trustees, the Minister or the Parish.

SECTION XIV
Books, Records, etc.

All records, books, papers and accounts of the officers, Board of Trustees and committees required to keep records shall be the property of the Parish. They shall at all reasonable times, upon reasonable notice, be open to the inspection of the Board of Trustees or those persons designated by the Board of Trustees. They shall be transmitted by the possessor forthwith, upon

retirement, to the next holder of the office. All books and records not in current use shall be in the custody of the Board of Trustees, subject to retention or disposal.

SECTION XV

Vacancies

Vacancies in any elective office, if not filled by the Parish, shall be filled by appointment by the Board of Trustees. Such appointees shall hold office until their successors are elected by the Parish at the next Annual Meeting. Successors elected shall serve for the remainder of the terms of the vacated positions.

SECTION XVI

Committees

The Parish Council committees shall be the Religious Education Committee, the Fundraising/Finance Committee, the House and Grounds Committee, the Membership Committee, the Music Committee, the Program Committee, the Social Action Committee, the Coffeehouse Committee, the Worship Committee and the Youth Adult Committee. The Board of Trustees shall be ex-officio and non-voting members on all committees. The Minister shall be a non-voting member of all Council committees. All appointments shall be made by the Parish Council upon recommendation by the individual committees. All committee chairs shall be members of the Parish.

The Nominating Committee, the Bylaw Review Committee, the Educational Loan Committee, the Committee on Ministry, the Personnel Committee, the Staff Relations Committee and the Investment Committee shall not be Parish Council committees. These committees shall be appointed by and report to the Board of Trustees. A member of the Board of Trustees may be a voting member of the Bylaw Review Committee and shall be a voting member of the Investment Committee.

Committees will usually consist of six members with one third to be appointed each year for a three-year term. Each committee shall elect its own officers unless other provision is made by these Bylaws or the Board of Trustees. Each committee shall be provided a copy of these Bylaws and perform the duties generally pertaining to it.

Each committee shall prepare and propose in writing to the Parish Council its own budget on which the Parish Council will take action as defined in Section XVII. Committees may spend funds appropriated for their budgets up to a limit of \$1,000 for any single item or general undertaking in any fiscal year. Expenditures of \$1,000 or more shall be subject to prior approval by the Board.

The Board of Trustees may appoint other committees and additional members of any committee and may delegate to members of the Board such powers as are not required to be exercised by the committee as a whole.

SECTION XVII

Parish Council

The Parish Council shall consist of the following voting members: the chairs (or their delegates) of the Religious Education, Fundraising/Finance, House and Grounds, Membership, Music, Program, Social Action, Coffeehouse, Worship and Youth Adult Council committees, as well as the Treasurer and a Trustee, who shall be the Council Chair with the Minister as a non-voting member. The Council shall prepare the annual financial budget, which shall be submitted to the Board of Trustees for its action at least two months prior to the Annual Meeting. The Council shall serve as a consultant for program activities planned by the committees and other groups which have an impact on the church calendar and space usage. The Parish Council shall meet at least six times a year and with the Board of Trustees twice a year.

SECTION XVIII

Religious Education Committee

“The Religious Education Committee shall consist of at least seven but no more than twelve members. The Director of Religious Education is a non-voting member, in an advisory capacity, of the Committee. The Minister may serve in an advisory capacity to the Committee. The Religious Education Committee shall supervise religious education programming for children and youth of the Parish. The Committee is empowered to enlist teachers and volunteers as required to support the program. The Committee’s responsibilities are as follows: to oversee the curriculum and operation of the church school; to provide a liaison who is a member of both committees to the Youth Adult Committee; to support the Youth Adult Committee and the leaders of all youth programming as needed; and to maintain the children’s library. When a vacancy occurs in the position of Director of Religious Education, the Board of Trustees shall appoint a five-person search committee, which will include at least one and no more than two members of the Religious Education Committee.”

SECTION XIX

Fundraising/Finance Committee

The Fundraising/Finance Committee shall consist of the Treasurer and at least five other members. The committee shall be responsible for coordinating fundraising activities, including the Annual Canvass. The committee shall also assist the Parish Council with short-term budgeting and the Board of Trustees with long-term financial planning. The committee shall meet at least six times a year with a minimum of one meeting per quarter.

SECTION XX

House and Grounds Committee

The House and Grounds Committee shall consist of at least six members. The committee shall supervise the upkeep of the Parish buildings and grounds. The committee shall also supervise the upkeep of the burying grounds located at approximately 126 Academy Road. The committee shall have the responsibility of interviewing for janitorial services and making recommendations to the Board of Trustees.

SECTION XXI

Membership Committee

The Membership Committee shall consist of the Clerk and at least five additional members. The committee shall be responsible for matters relating to membership, including examination of the membership list at least once a year. The committee shall invite prospective members to join the Parish and shall report to the Board of Trustees on applications for membership and associate membership and on resignations and lapses of membership. The committee shall be responsible for maintaining denominational society pamphlets and the wayside pulpit. The committee shall also be primarily responsible for recognizing visitors and helping them become acquainted with the Parish.

SECTION XXII

Music Committee

The Music Committee shall consist of at least six members. In addition, the Minister and the Director of Music shall be non-voting members. The committee shall consult with the Director of Music in all matters pertaining to musical activities and performances in the church. When a vacancy occurs in the position of Director of Music, the committee shall have the responsibility of auditioning candidates and making recommendations to the Board of Trustees.

SECTION XXIII

Nominating Committee

The Nominating Committee shall consist of three members who shall not be Parish officers or members of the Board of Trustees. The committee shall be responsible for recommending candidates to fill vacancies in the Parish offices. The slate of candidates for election at the Annual Meeting shall be completed and presented to the Board of Trustees prior to the April meeting of the Board. Nominating Committee members shall serve for staggered three-year terms.

SECTION XXIV

Program Committee

The Program Committee shall consist of at least six members. The purpose of the Program Committee is to produce social and educational events that will enlighten and enrich the lives of the church members.

SECTION XXV

Social Action Committee

The Social Action Committee shall consist of at least six members. The committee examines various issues and needs relating to concerns about our communities, society and people. It plans and implements programs and is responsible for the allocation of its budget.

SECTION XXVI

Coffeehouse Committee

The Coffeehouse Committee shall consist of at least six members. The purpose of the Coffeehouse Committee is to provide a wide range of musical offerings to the public.

SECTION XXVII

Worship Committee

The Worship Committee shall consist of at least six members. The purpose of the Worship Committee is to plan or assist in lay-led services. The committee also addresses concerns and discusses ideas of the congregation about worship with the minister.

SECTION XXIII

Committee on Ministry

The Committee on Ministry shall consist of three members of the Parish. The minister shall submit six nominations for the Committee on Ministry from which the Board of Trustees shall select three members to serve for staggered three-year terms. The purpose of the Committee on Ministry is to reflect with the minister on the total ministry of the congregation. The Committee on Ministry shall meet monthly with the minister. When a vacancy occurs, the minister shall submit two names from which the Board will select one person to fill the vacancy.

SECTION XXIX

Investment Committee

The Investment Committee shall consist of five members of the Parish: one from the board of Trustees, one from the Fundraising/Finance Committee and three members who shall have financial backgrounds. The committee shall advise the Treasurer and the Board of Trustees regarding maintenance of invested funds and changes in the investment portfolio consistent with the investment policy statement of the church as determined by the Board. The committee shall meet quarterly and report to the Board of Trustees at least twice a year.

SECTION XXX

Youth Adult Committee (YAC)

“The Youth Adult Committee (YAC) shall consist of eight voting members: five youth nominated by the youth of the Parish in grades six through twelve, a voting member of the Religious Education Committee and two adults from the Parish; a Parish youth must be in eighth grade or above to be a voting member of the YAC. The Director of Religious Education shall be an ex-officio member to advise the YAC. The YAC shall serve as a conduit for communication between the youth and adults of the church. It shall oversee and support junior and senior youth programming and be an advocate for the concerns and needs of youth in the Parish. In the event of a vacancy in a youth group advisor position, the YAC shall recruit candidates for the position and with the approval of the Religious Education Committee choose a new youth group advisor. The position of chair of the YAC shall be filled by one of the high school youth. The YAC shall be a standing committee with a seat on the Parish Council.”

SECTION XXXI

Conveyance of Property

Conveyance of real property to the Corporation or in trust for its benefit shall require the acceptance of the Parish for their validity. Conveyances by the Parish shall require a vote of the Parish to that effect, in accordance with Section V, Paragraph Two.

Deeds of the Corporation shall be signed, sealed, acknowledged and delivered in the name of the Corporation by an agent appointed for that purpose by the Parish, or if such an agent is not appointed, by the Treasurer and some member or members of the Board of Trustees named by the Board for this purpose.

SECTION XXXII

Proof of Bylaws

The Bylaws of the Parish may be proved in any proceeding in which proof is required by a copy certified by the Clerk and a majority of the Board of Trustees.

SECTION XXXIII

Amendments

These Bylaws of the Parish may be amended or repealed at an Annual Meeting of the Parish by a vote of two thirds of the members present and voting. A Bylaws Review Committee shall be appointed by the Board of Trustees at least every five years beginning in 2005 to recommend to the Parish such changes, if any, as appear advisable. The committee shall consist of at least three members with not more than one member currently serving on the Board of Trustees.

Section XXXIV

Dissolution of the Parish

Any action to dissolve the Corporation and Parish must be approved by a three-fourths vote of members present at a congregational meeting called to consider such action. The calling, notice, and action of such a meeting must meet all requirements as noted in Section VI of these bylaws and a similar confirmation meeting shall be held in accordance with section VI paragraph Five.

In the case that the members of the corporation vote as noted in Section XXXVI paragraph One to dissolve the legal organization known as the North Parish of North Andover, Unitarian Universalist, all of its property, real and personal, after paying all just claims upon it, shall be conveyed to and vested in the Unitarian Universalist Association or its legal successor.

SECTION XXXV

Official Seal

The official seal of the Corporation shall be in the following form and shall be in the custody of the Clerk.

APPENDIX I

Principles of the Unitarian Universalist Association

(See Section II of Bylaws)

We, the member congregations of the Unitarian Universalist Association, covenant to affirm and promote

- The inherent worth and dignity of every person;
- Justice, equity and compassion in human relations;
- Acceptance of one another and encouragement to spiritual growth in our congregations;
- A free and responsible search for truth and meaning;
- The rights of conscience and the use of the democratic process within our congregations and in society at large;
- The goal of world community with peace, liberty and justice for all;
- Respect for the interdependent web of all existence of which we are a part.

The living tradition we share draws from many sources.

- Direct experience of that transcending mystery and wonder, affirmed in all cultures, which moves us to a renewal of the spirit and an openness to the forces which create and uphold life;
- Words and deeds of prophetic women and men which challenge us to confront powers and structures of evil with justice, compassion and the transforming of love;
- Wisdom from the world's religions which inspires us in our ethical and spiritual life;
- Jewish and Christian teachings which call us to respond to God's love by loving our neighbors as ourselves;
- Humanist teachings which counsel us to heed the guidance of reason and the results of science and warn us against idolatries of the mind and spirit;
- Spiritual teachings of Earth-centered traditions which celebrate the sacred circle of life and instruct us to live in harmony with the rhythms of nature.

Grateful for the religious pluralism which enriches and ennobles our faith, we are inspired to deepen our understanding and expand our vision. As free congregations we enter into this covenant, promising to one another our mutual trust and support.

APPENDIX II

Mission Statement of The North Parish of North Andover

We covenant together to be a welcoming spiritual community, where all are safe and free to search for spiritual meaning in their own ways. We find strength in the many forms of diversity.

In the Unitarian Universalist tradition, we covenant to take responsibility for the spiritual growth of ourselves and of our children. We encourage all to participate in congregational governance.

We strive to continue our historical role of being catalysts for progressive change in the local communities. Through active personal involvement we advocate for social justice in our local communities, our nation, and the world. We do this in the context of the Unitarian Universalist principles and from the perspective of our place in the intricate web of life.