

BYLAWS
of the
FIRST PARISH CHURCH
IN BEVERLY
UNITARIAN UNIVERSALIST

BEVERLY, MASSACHUSETTS

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(REPLACED BYLAWS DATED 12/11/85)

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ARTICLE I: NAME

The name of this religious organization shall be First Parish Church in Beverly, Unitarian Universalist.

ARTICLE II: PURPOSE

(Adapted from the Principles and Purposes adopted by the Unitarian Universalist Association, July 1, 2018)

The purpose of this organization shall be to provide the means through which its Members and friends may unite for worship, education, service, and fellowship. Practicing freedom of religious thought and using democratic methods as befits an autonomous Congregation, we seek 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 Congregation;
- A free and responsible search for truth and meaning;
- The right of conscience and the use of the democratic process within our Congregation 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 people which challenge us to confront powers and structures of evil with justice, compassion and the transforming power 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 a free Congregation we enter into this covenant, promising to one another our mutual trust and support.

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ARTICLE III: AFFILIATION

This organization will be affiliated with the Unitarian Universalist Association according to the Bylaws of the Association and with other organizations as the Members shall decide.

ARTICLE IV: MEMBERSHIP

Section 1. Qualifications

Membership in the Congregation is open to any person who completes the Coming of Age program and/or is over 16 years of age who requests it, who agrees to its purposes, and who promises to fulfill all responsibilities of membership.

Section 2. Responsibilities

Each Member shall:

- Share in the life, work and purposes of this Congregation;
- Pledge an identifiable, significant financial contribution according to their means each year;
- Comply with other current procedures for joining First Parish as detailed in the Membership Committee section of the Committee Manual;
- Sign the membership book while witnessed by the Minister or the Chair of the Parish Board

Section 3. Rights

Each Member is entitled to participate and vote in the actions of the Congregation. Each Member shall be entitled to one vote, and the vote of each Member shall be equal to the vote of every other Member. There will be a period of two weeks between the time that a person signs the membership book and the time that person may vote during any meeting called by warrant.

Section 4. Withdrawal

- Any Member may voluntarily withdraw from membership by written request to the Minister or Parish Board.
- Any Member who, during a reasonable period of time, fails to fulfill the responsibilities set forth in Section 2 of this Article and who fails to respond otherwise to inquiries made to them by the Minister and Parish Board may have membership withdrawn by the Parish Board.

Section 5. Restoration of Membership

A person whose membership has been withdrawn may again become a Member as set forth in Section 2 of this Article.

Section 6. Authority

All matters not herein explicitly stated concerning membership shall be resolved by the Parish Board in consultation with the Membership Committee.

ARTICLE V: MEETINGS OF MEMBERS

Section 1. Quorum

In order for any official meeting to be opened, or for any business except adjournment to be transacted, a quorum consisting of at least 25% of the Members must be present in person or in proxy. Any Member may represent and vote by proxy for one and only one other Member, provided the Member in attendance presents to the Clerk a written proxy statement for the specific meeting signed by the absent Member. Except as specified otherwise in these Bylaws, questions shall be decided by a simple majority vote of those voting when a quorum is present according to the rules established by the Chair of the meeting.

Section 2. Annual Meeting

An Annual Meeting of the Members shall be held on or before the last Wednesday in May, at a time and place within the City of Beverly to be fixed by the Parish Board. The Clerk shall mail a written announcement of the Annual Meeting to all Members and post it in or on the church building so as to be easily visible from the exterior not less than ten days prior to the meeting. The only items of business to be transacted shall be the ones specified in the notice.

The mailed notice shall include the printed meeting agenda. The Annual Reports and the proposed budget will be made available at the church ten days prior to the meeting or mailed upon request. No votes shall be taken on items of business not included in the printed agenda. Nominations may be made from the floor. The nominator must have prior consent of the nominee to serve if elected.

The agenda for the Annual Meeting shall include the following:

- a. receiving all Annual Reports;
- b. reviewing and approving Church objectives for the coming year;
- c. reviewing and adopting a budget for the coming year;
- d. electing the Clerk, Moderator, Treasurer, Treasurer-Elect, committee members for Parish, Building, Finance, Investment, Nominating, Religious Education Committees, and other committees as specified by the Parish Board (in the case of a tie among candidates, finally decide by a closed ballot of the Members in the meeting); and
- e. conducting other business as specified in the printed agenda included with the notice for the Annual meeting.

Section 3. Special Meetings

Special Meetings of Members shall be called by the Clerk upon the receipt of a written request for such a meeting signed by 10% of the Members or more, or by written request of the Parish Board, and occur at such time as may be deemed appropriate by the Parish Board. The request shall be delivered to the Clerk and shall state the business to be transacted at the Special Meeting of Members. The Clerk shall confirm the membership status of the petitioners and report to the Parish Board within fourteen days after receipt of any request. The exact date, time and place of such meeting shall be fixed by the Parish Board and published by the Clerk, but must be within the City of Beverly and not later than thirty days after the confirmed request is received by the Parish Board. The Clerk shall mail a written notice of the Special Meeting of Members to all Members and post it in or on the church building so as to be easily visible from the exterior, not less than two weeks prior to the meeting. The only items of business to be transacted shall be the ones specified in the notice.

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Section 4. Open Meetings

All meetings of the Members, Parish Board and other committees shall be open to all Members except for discussions concerning personnel, litigation, or other matters of a sensitive nature. Such discussions may be closed at the discretion of the presiding officer with advice and consent of the Parish Board. Decisions and acts of the Members, Parish Board and committees shall be presented in open meeting.

Section 5. Regular Meetings of the Parish Board

Regular meetings of the Parish Board shall be held on the Church premises every month during the Church year.

Section 6. Special Meetings of the Parish Board

Special Meetings of the Parish Board may be called by the Parish Chair or other members of the Parish Board. The Clerk shall cause reasonable notice of any Special Meetings to be transmitted to all members of the Parish Board. The notice shall include a statement of the business to be transacted. The business to be transacted at the Special Meeting shall be limited to that stated in the notice. Matters in which time is of the essence may be discussed among the Parish Board by means of phone or electronic communication during which votes may be taken and decisions made rather than at a regular meeting of the Parish Board. In matters of extreme urgency, the Parish Board Chair may act independently in a responsible manner consistent with the Church's policies, plans, and objectives.

Section 7. Committees

Each committee defined within these Bylaws and within the current Committee Manual shall meet within the parish at least every other month unless specifically stated otherwise in these Bylaws and current Committee Manual, and shall determine the date, time and frequency of its meetings. The chair of each committee is responsible for publishing for the members of the committee and the Congregation the date, time and place of each meeting within a reasonable time period in advance of each meeting.

ARTICLE VI: OFFICERS

Section 1. List of Officers

Officers of this Church are the Moderator, Treasurer, Treasurer-Elect and Parish Board. All officers shall be Members of this Congregation.

Section 2. Moderator

At the Annual Meeting, the Members will elect a Moderator to preside at the next Annual Meeting and any Special Meetings held before that time. The Moderator may not be a paid employee of the church, nor an active member of either the Parish Board or Investment Committee. In the Moderator's absence, the Parish Board shall appoint a Member, not among their number, to serve as the pro tempore Moderator.

Section 3. Clerk

At the Annual Meeting, the Members will elect a Clerk to fulfill the duties as noted in these

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Bylaws. The Clerk shall send out notices of and maintain a record of the proceedings at the Annual Meeting and Special Meetings of the Members. The Clerk shall be responsible for verifying voting Members as provided in Article IV.

Section 4. Treasurer, Treasurer-Elect and Assistant Treasurer

Any vacancy in the office of Treasurer shall be filled by election at the Annual Meeting. Every third year, the Members shall elect a Treasurer-Elect. A Treasurer shall serve for a period of four years, the first as Treasurer-Elect, and three years as Treasurer. During the fourth, or last, year of the term, the Treasurer will train the new Treasurer-Elect to assume the full role of Treasurer the following year. The Treasurer is an ex officio non-voting member of the Finance, Investment, and Parish Board. The Treasurer shall serve as the Chief Financial Officer of the Church.

The Treasurer may appoint, with the approval of the Parish Board and Finance Committee, an Assistant Treasurer who will assist in all duties. The Assistant Treasurer may or may not be nominated Treasurer-Elect. If the Treasurer is unable to perform the duties of Treasurer for a prolonged period of time, the Parish Board may appoint the Assistant Treasurer as a temporary replacement to serve until the next Special or Annual Meeting, at which time the Members of the Congregation will elect a person to fill the vacancy for the remainder of the unexpired term. The Treasurer shall:

- a. deposit receipts;
- b. pay bills within the guidelines of the line-item budget;
- c. track expenditures and alert appropriate committees, minister, and/or Parish Board about potential overages that exceed the approved financial plan unless the Parish Board approves changes in the plan subject to the limits defined in these Bylaws, or as directed by vote of the Members at a Meeting called for that purpose;
- d. keep all financial records for the Church;
- e. report an up-to-date accounting of the financial affairs of the Church at each Parish Board meeting. (The Investment Committee is responsible for reporting regularly to the Parish Board the status of the long-term investments as described in Article VIII);
- f. inform, on a regular basis, the Members of the Church as to the financial situation and status of the Church by written report distributed to the Members;
- g. provide an annual report to the Members for the Annual Meeting, or a financial report for any Special Meeting called to resolve financial business/transactions;
- h. keep account of all pledges and gifts to the Church;
- i. coordinate with the needs of the Generosity Committee in the Annual Pledge Canvas; and
- j. financially oversee any capital fund expenses or fund drives.

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The Treasurer may receive a stipend for their service as part of the Annual Budget.

Section 5. Parish Board

The Parish Board, formerly known as the Parish Committee, has as its purpose to act on behalf of the Members of the Congregation and shall govern and supervise the work of this Church.

a. Composition: There shall be a Parish Board consisting of a minimum of three voting members. Each member will serve a three-year term, except that any member elected as Chairperson (or two co-chairs) or Vice Chair during that person's first three years shall have the option to serve up to five years with the annual approval of a majority of the Board. Approximately one-third of the members will be elected at each Annual Meeting. The members of the Parish Board shall not be eligible for re-election until after a period of at least one year shall have passed from any prior term of service on the Board. Ex officio non-voting members of the Parish Board shall include the Clerk, Treasurer, Minister, and Chairs of the Finance and Religions Education Committees.

b. Vacancies: In case of a vacancy before the expiration of a Parish Board member's term, the Parish Board will appoint a temporary replacement to serve until the next Special or Annual Meeting, at which time the Members of the Congregation shall elect a person to fill the vacancy for the remainder of the unexpired term. A member of the Parish Board may be removed by a two-thirds vote of the Members of the Church either at a Special Meeting called for that purpose or at the Annual Meeting.

c. Officers: The Chair shall serve for a period of one year except that with the approval of a majority of the Board this term may be extended but not to exceed a period of two consecutive years or until a successor has been elected. The Chair, except when absent or unable to serve, shall preside at the meetings of the Parish Board. The Chair shall sign in the name of and on behalf of the Church on all contracts, deeds, mortgages, releases, discharges and other instruments including short- and long-term debts authorized by the Parish Board or as directed by the Members of the Church. If the Treasurer is unavailable and there is an emergency, the Parish Board can authorize the Chair of the Parish Board to sign checks. In addition to the Treasurer, the Chair of the Parish Board may sign checks. In the case of an emergency, the Parish Board can authorize the Vice Chair of the Parish Board to sign checks. It is expected that, barring extenuating circumstances, the Vice Chair shall serve for a period of two years. During the first year this person shall be the Vice Chair and during the second year the Chair of the Parish Board. The Vice Chair may act in place of the Chair if the Chair is absent or unable to serve.

Duties and Responsibilities: The Parish Board shall:

(i) call upon officers, staff, committees, and other Members of the Church for reports, recommendations or service.

(ii) be the only agent, except for the management of the Investment Fund for which the Investment Committee is custodian, of the Church to authorize disbursements beyond committees' own budgets, to make contracts, to incur indebtedness, or to convey Church

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property. The Parish Board may delegate such authority in specific cases, but may withdraw such delegated authority at any time. However, the Parish Board is not authorized to make or commit the Church to any transaction or undertaking, or group of actions with a single purpose, except in the case of an emergency, which involves a value of over \$3000 without an affirmative vote of the majority of the Members voting at a Meeting called for this purpose.

(iii) be responsible for the business affairs, long-range planning of the Church and the administration of Church activities that most directly reflect the needs and interests of the Members.

(iv) supervise, and have the power to remove the Treasurer.

(v) establish and/or dissolve such ad hoc committees as it deems to be in the best interest of the Church, other than those committees established by these Bylaws, which are elected by the Members, and may appoint Chairpersons and members of such committees based upon recommendations from the Nominating Committee;

(vi) hold officers, staff and committees and other Members accountable for the performance of their duties and responsibilities including:

(1) providing for a representative to Parish Council who shall serve as Chair of the Council.

(2) fixing the time for the filing of Annual or Special Reports, and designation of preparation of report(s) for presentation to the Members at the Annual or Special Meetings called for the purpose of receiving the Report(s).

(3) approving of the Assistant Treasurer when recommended by the Treasurer and Finance Committee.

(vii) ensure the maintenance of an up-to-date log of Members.

(viii) receive suggestions and proposals submitted in writing by any Member and provide that Member an opportunity to appear in person at a Parish Board meeting to discuss the suggestion or proposal.

(ix) recommend to the Members, at least ten days prior to the Annual Meeting, a proposed budget based on the suggested fiscal budget submitted by the Generosity Committee and the Treasurer for adoption by Members at the Annual Meeting. (If any unresolved budgetary disagreements exist between the Parish Board and the Finance Committee, then the Parish Board shall coordinate the distribution of the reasonings of the Finance Committee and the Parish Board in writing to the Members twenty-one days or more before the Annual Meeting.).

(x) cause the affairs of the Church to conform to the budget, subject to revision or amendment by the Members at Meetings called for that purpose.

(xi) control and approve the uses to which the church building and other assets are put, unless otherwise directed by a Special Meeting of the Members.

(xii) set the objectives and their relative priority for the management of the congregation's investments by the Investment Committee, keeping in mind their charter and any needs that the Church might have.

(xiii) (The Parish Board may), in consultation with the Finance and/or Generosity Committees, formally accept or reject gifts of funds donated to the Church for restricted purposes not authorized in the current approved budget.

(xiv) appoint delegates from this Church to attend meetings and conferences and report to the Parish Board regarding such meeting or conference.

(xv) have control over Church publicity and communications.

(xvi) manage all concerns of this Church as provided in these Bylaws.

(xvii) periodically review and propose revisions to Bylaws.

ARTICLE VII: MINISTER

The Minister shall be called to the Church by at least 90% vote of a meeting of the Members at which a quorum is present.

The Minister shall be considered an ex officio non-voting member of all authorized committees, except the Nominating Committee and the Ministerial Search Committee.

The Minister, in consultation with the Personnel Committee and the Parish Board, will appoint, supervise and dismiss any and all employees of First Parish Church Beverly. The Minister will, at least annually, conduct a performance evaluation of all employees in closed meetings.

The Minister and the Parish Board, on behalf of the Church, shall enter into an agreement covering the Minister's employment, including but not limited to the length of term of the Minister's office, the Minister's duties and responsibilities, period of notice in case of resignation or dismissal, review of compensation, vacations, provisions for continuing education, freedom of the pulpit, the use of the Minister's time, and such other items as deemed mutually desirable or necessary. A two-thirds vote of Members at a meeting called for this purpose shall be required in order to remove a Minister.

During a ministerial vacancy, the Parish Board shall provide for temporary ministerial services with the assistance of the Search Committee and other relevant committees as may be in existence.

ARTICLE VIII: STANDING COMMITTEES

Section 1. Common Duties

Each committee shall:

- a. be comprised of voting Members of the Church nominated by the Nominating Committee and elected by the Members of the Church at the Annual Meeting. With the exception of the Investment Committee, committee members will serve one or two three-year terms such that approximately one-third of the members are elected each year. Extension of committee membership beyond six years must be approved by Parish Board. A non-participating committee member may be removed by a two-thirds vote of committee members and the approval of the Parish Board. In the case of any vacancy before the expiration of a committee member's term, the Nominating Committee will submit to the Parish Board the name or names of one or more candidates to fill such vacancy and the Parish Board will appoint a temporary replacement to serve until the next Special or Annual Meeting, at which time the Members of the Congregation shall elect a person to fill the vacancy for the remainder of the unexpired term.
- b. elect a Chair and Vice Chair for the following Church year prior to the Annual Meeting of each year. It is expected that the Vice Chair shall serve for a period of two years. During the first year this person shall be the Vice Chair and during the second the Chair. Chairs will serve a term of one year; extension of Chairship beyond one year must be approved by the Parish Board. The Vice Chair may act in place of the Chair if the Chair is absent or unable to serve. In default of the election of a chair as hereinfore provided, the Parish Board will appoint one based on input from the Nominating Committee.
- c. submit to the Finance Committee detailed budget requests with an attached narrative for the proposed expenditures of the Committee for consideration in preparing the annual budget of this Church two months in advance of the Annual Meeting or when requested by the Finance Committee.
- d. keep written or typed minutes of its meetings and submit such minutes to the Parish Board within fifteen days of any committee meetings.
- e. submit a written report summarizing the committee's activities and business during the year for inclusion in the Annual Report.
- f. be responsible, when required, for activating the Church Members to carry out activities within the committee's area of responsibility.
- g. participate in the Parish Council as described in Article IX of these Bylaws.

Section 2. Building Committee

The Building Committee shall consist of three to five voting members. The Church Sexton and Director of Music shall be ex officio non-voting members of this committee. The purpose of the committee is to continually assess and monitor the custodial and maintenance needs of the church building and property and to ensure provisions for these needs are made.

The Building Committee shall:

- a. establish and monitor an on-going maintenance schedule;
- b. establish the need for, review, and monitor the performance of any contracts concerning the church utilities, building maintenance, repair and enhancement;
- c. regularly inform the Parish Board and, in consultation with the Parish Board, the Members of the Church of the need for capital improvements to the church building and property;
- d. establish and monitor a comprehensive capital improvement plan to be reviewed and updated annually;
- e. conduct an annual inspection of the building and property with results and recommendations noted in the Annual Report;
- f. review and evaluate the property insurance coverage in consultation with the Parish Board; and
- g. consult with Parish Board in establishing and designating the collection of rental fees for the use of the building and its facilities.

Section 3. Finance Committee

The Finance Committee shall consist of a minimum of four voting members. The Treasurer is an ex officio non-voting member of this committee.

The purpose of the committee is to manage the financial affairs of the Church in an open and democratic manner, including but not limited to:

- a. Current disbursements: monitor Treasurer's monthly reports to ensure consistency of purpose with the line-item budget.
- b. Audit: arrange audits of the books and records of this Church by an independent auditor as requested by the Parish Board.
- c. Budget:
 - (i) prepare, with the Treasurer, a tentative budget for each fiscal year;
 - (ii) receive detailed budget requests with attached narratives from the Parish Board, officers, staff, and committees;
 - (iii) consult with the Parish Board and other Committees;
 - (iv) submit a suggested budget to the Parish Board not later than one month before the Annual Meeting or prior to the last regular Parish Board meeting before the Annual Meeting, whichever is earlier;
 - (v) publish and present to the Members before the Annual Meeting in writing with the Parish Board, as set forth in Section 5 of Article VI of these Bylaws, the reasonings behind any unresolved budgetary disagreements between the Parish Board and Finance Committees; and
 - (vi) submit a recommended budget to the Clerk at least ten days prior to distribution of

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the written announcement of the Annual Meeting as outlined in Article V of these Bylaws.

Section 4. Generosity Committee

The Generosity Committee's charter is to align the Stewardship practices at First Parish Church with its mission as a congregation. Its purpose is to serve as the church's store of knowledge and experience relative to personal commitment, involvement, and financial participation. The Generosity Committee will consist of three to seven members.

The Generosity Committee shall

- a. ensure, organize and lead the annual Pledge Canvass Drive so that it occurs in a timely and responsible manner such that it is completed at least forty-five days prior to the Annual Meeting.
- b. fund raise:
 - (i) by establishing fund raising goals for the upcoming fiscal year;
 - (ii) by devising and executing ways and means to provide the supplementary funds needed for the Church for the fiscal year and additional fund raising as may be determined by the Members at a Meeting called for that purpose;
 - (iii) by establishing and coordinating the calendar of fund raising activities for all committees; and
 - (iv) by assisting, as may be required, with the coordination of task forces for each fund raising activity by Members of the Church.

Section 5. Investment Committee

The Investment Committee, also known as the "Trustees of the Ministerial Fund of the First Parish in Beverly," shall consist of five voting members. The members will serve five year terms with one of the members replaced every year. No voting members of this committee may serve for more than two consecutive terms. The Treasurer is an ex officio non-voting member of this committee.

The purpose of the Investment Committee is to have fiduciary responsibility for the Investment Fund and Sunday School Fund in the interests of the Church according to the regulations set forth in the Act passed by the Senate and House of Representatives of the Commonwealth of Massachusetts on July 21, 1986.

The Investment Committee shall:

- a. invest, oversee, and manage directly or indirectly through a trusted investment manager or partner the Investment Fund and other funds ("the Funds") not required for current disbursements;
- b. present and account to the Church at each annual meeting on the status of the Funds;
- c. report to the Parish Board on such matters relative to the Funds as the Parish Board shall reasonably request in writing, provided that such reports shall not be required more frequently

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than quarterly;

d. provide for responsible management of the Funds;

e. keep records of any transactions; and

f. continuously evaluate the effectiveness of the investment strategy or program.

Section 6. Nominating Committee

The Nominating Committee shall consist of three to five voting members. The purpose of the Nominating Committee is to propose qualified candidates representative of the Members of the Church to serve as officers and on the various committees of the Church as set forth in these Bylaws, current Committee Manual and as may be requested by the Parish Board.

The Nominating Committee shall:

a. work throughout the year to nominate candidates for all the elective Church officers and Committees prior to the mailing of the Annual Meeting notice;

b. carefully review the skills and interests of Members of the Church, seek representation from the entire Church Membership and confirm willingness to accept their nominations and their terms and responsibilities;

c. provide a list of candidates for vacancies in any elective or appointive positions as they occur throughout the year; and

d. where an exact number of committee members is not stipulated in the Bylaws or in the current Committee Manual, the Nominating Committee will choose the number it considers appropriate.

Section 7. Religious Education Committee

The Religious Education Committee shall consist of six to eight voting members,. In addition to a Chair and Vice-Chair, this committee will also select a Registrar. The Director of Religious Education shall be an ex officio non-voting member of this committee.

The purpose of the Religious Education Committee is to establish long-range objectives, standards and methods for religious education for the children, youth and adults of the Church.

The Religious Education Committee shall:

a. create and organize the education program of the Church for all ages;

b. oversee and provide adequate supplies for the activities, programs and functions of the Church School;

c. approve standards and curricula for the Church School;

d. provide guidance for the Director of Religious Education who is elected from the members of the committee, the Members of the Church, or is employed with the agreement of the

Parish Board;

e. select, supervise and assist the teaching staff;

f. in consultation with the Building Committee, arrange for adequate quarters, furnishings and equipment; and

g. provide an annual financial report to the Parish Board.

Section 8. Search Committee

When it is determined that the position of Minister is or shall become vacant, the Parish Board will call a Special Meeting of the Members in a timely manner to elect a Search Committee of five to seven voting members to find a candidate to recommend to the Church. The Nominating Committee shall nominate a slate of candidates for the Search Committee representative of the entire Congregation.

The Search Committee shall:

a. consult with the Parish Board, other appropriate committees, Members of the Church, the Unitarian Universalist Association, and other appropriate agencies; and

b. recommend a candidate to the Members of the Church at a Special Meeting called specifically for the purpose of extending a call to that candidate.

ARTICLE IX: PARISH COUNCIL

The role of the Parish Council is to facilitate communication and foster cooperation among the committees of the Church. The Parish Council will provide a forum for discussion of all-Church initiatives, Church functions and issues that either touch on the work of multiple committees or do not clearly fall under the purview of a specific committee. The Chair of the Parish Council will be appointed by the Parish Board.

The Parish Council shall hold monthly meetings open to all Members of the Church and attended by:

1. Chair of the Parish Council,
2. the Chairs (or their designees) of all Standing Committees,
3. the Chairs (or their designees) of other committees as warranted by committee business and
4. as Church business requires, the Minister, the Director of Religious Education and other members of the professional staff.

ARTICLE X: AUTHORITY AND FISCAL AND CHURCH YEARS

Section 1. Authority

These Bylaws supersede all previous Bylaws.

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Section 2. Procedure

The most recent edition of "Robert's Rules of Order" shall be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws.

Section 3. Fiscal Year

The fiscal year of this Church shall be July 1 to June 30.

Section 4. Church Year

The church year of this Church shall be while the Church holds regular services between the first Sunday after Labor Day in September and the third Sunday of the next subsequent June, inclusive.

ARTICLE XI: DISSOLUTION

Section 1. Dissolution

This Church, organized as a religious corporation, may be dissolved by a two-thirds vote of the Members present at a Special Meeting called for the purpose of considering dissolution. Notice of this meeting must be mailed to every Member at their last known address in accordance with the laws of Massachusetts.

Section 2. Exclusion

No Member or relative of a Member is to acquire or receive anything of value either directly or indirectly as a consequence of dissolution.

Section 3. Parish Board Duties

Upon a determination to dissolve the corporation, the Parish Board shall take the following steps:

- a. Sell all real and personal assets of the corporation upon reasonable terms and for adequate consideration.
- b. The proceeds from the sale of real and personal assets shall be used to satisfy all debts and obligations of the corporation.
- c. If there are insufficient funds to satisfy all the debts and obligations of the corporation, the Parish Board shall act in accordance with all civil law.
- d. If there are funds remaining after satisfying all debts and obligations of the corporation, these funds shall be distributed to organizations consonant with the purposes of this Congregation.
- e. If real or personal property remains unsold, after good faith attempts to sell upon reasonable terms and for adequate consideration, the Parish Board shall distribute the remaining property to organizations consonant with the purposes of this Congregation.
- f. Notice shall be given all appropriate civil and religious authorities that the corporation has been dissolved and has ceased to exist.

Adopted 5/5/91, Issue 5/19

ARTICLE XII: AMENDMENTS

These Bylaws supersede any and all previously existing Bylaws of this organization. These Bylaws may be amended by a two-thirds vote of those voting at a duly constituted Meeting of Members called for this purpose. A description of allied and appointed church committees, staff positions and affiliated groups and concerns will comprise an addendum to these Bylaws, including all binding requirements, responsibilities and procedures. This addendum is not to be incorporated by reference or otherwise into these Bylaws.

ARTICLE XIII: EFFECTIVE DATE

These Bylaws shall be in full force and effect as of the first day of the fiscal year beginning July 1, 1991, after the adoption of the vote of the Members at the Special Meeting called for this purpose on May 5, 1991. All duly elected officers and members of committees in existence at the time of adoption shall have full power and authority to continue in existence and to act in conformance with all Bylaws in effect until these Bylaws become effective.

ADDENDUM

As of JULY 1, 2015

Although continuing to operate under the name "First Parish Church in Beverly, Unitarian Universalist," let it be known that this organization is the result of the merger of two congregations, the congregation from First Parish Church in Beverly, Unitarian Universalist and the congregation from the First Universalist Society of Salem.