

**UNITARIAN CHURCH OF CALGARY
CONSTITUTION
(as amended May 1, 2011)**

May, 1987

Article 1 Name

The name of this Religious Society shall be the Unitarian Church of Calgary.

Article 2 Purpose

The purpose of this Church is to bring together religious liberals so that they may hold meetings, study religious, moral and philosophical questions, promote social concern, and further the knowledge and interests of Unitarian Universalism.

Article 3 Membership

Membership is to be governed according to the By-Laws of the Unitarian Church of Calgary.

Article 4 Government of the Church

Final control over the affairs of the Church is invested in the members. They may elect officers and members of boards or committees, or a minister as provided in the By-Laws, and certain specified authority may be delegated to those elected persons, but nothing in this Constitution or the By-Laws shall be interpreted as denying to the members the right to withdraw or alter the terms and conditions of such delegated authority.

Article 5 Meetings

At least one regular business meeting of the Church shall be held each year.

Article 6 By-Laws

Further rules of the Church are contained in the By-Laws which are supplementary to this constitution.

Article 7 Amendment

This Constitution may be amended after proper notice at any meeting of the membership by a vote of 2/3 of those present and voting. The wording of the amendment shall be published in the call of the meeting and shall not be changed in any substantive way at the meeting.

BY-LAWS

By-Law 1 Membership

1.1 Membership is open to any person 16 years of age or over, who is in sympathy with the purpose of the Church and who is willing to abide by the Constitution and By-Laws of the Church. To become a member a prospective member shall:

(a) Apply in writing (a form filled out and submitted through the Membership Committee) showing that the applicant understands the responsibilities of membership, an affirmation of the Principles and Purposes of Unitarian Universalism and a willingness to contribute to the life of the Church.

(b) Be accepted for membership by a majority vote of the Board.

(c) Sign the Membership Book in the presence of a member of the Board of Trustees or the minister who will confirm that items (a) and (b) have been completed.

1.2 The responsibilities of membership include participating regularly in church activities, making a yearly identified contribution to the Unitarian Church of Calgary, contributing time to church objectives, and voting in meetings of the congregation.

1.3 A Membership Review Committee will be formed by December 1 of each calendar year consisting of at minimum the President, the Treasurer, and a person appointed by the most recent Canvass Committee. The Committee will be responsible for updating the membership list by February 8.

1.3.1. Based on the most recent canvass information, those who have indicated a wish to resign their membership will be removed from the membership list. The Membership Review Committee will attempt to contact those whom the Canvass Committee was unable to contact and who made no identifiable financial contribution in the past year. The Membership Review Committee will inquire about their intent to maintain their membership, recognizing the various ways of participating as a member (cited in 1.2.). Failing any response by January 31st, they will be removed from membership on recommendation of the Membership Review Committee and approval of the Board. In special cases the Membership Review Committee may forgo contact and grant an exemption of clause 1.2 for financial hardship, illness, confinement to a nursing home, or some other reasonable cause.

1.3.2. Results of the membership review and the updated membership list will be forwarded by the committee to the Board for information prior to its February meeting. The committee will then notify exempted members and those who have been removed from membership.

1.4 A list of members will be prepared by February 15 of each calendar year, based on the updated membership list. From February through January, the list of members will be updated only by deletions for resignations and deaths under clauses 1.5(b) and 1.5(c) and additions of newly-enrolled members who have met the requirements of paragraph 1.1.

1.4.1 The updated list of members will be posted by March 1 in a visible location in the church.

1.4.2. The updated list of members will be posted in a visible location in the Church 30 days before:

- (a) The Annual General Meeting;
- (b) The Budget Meeting; and
- (c) Any additional meetings of the congregation called during the year.

This list will identify those who, as members, are qualified to vote at meetings of the Congregation.

1.4.3. Preparing, updating, and posting the list as described in paragraph 1.4 is the responsibility of the Chair of the Administration committee.

1.5 A person shall cease to be a member only by:

- (a) Removal from the list as a result of the Membership Review; or
- (b) Written resignation addressed to the Church, or oral resignation to a canvasser, Minister, or Board member; or
- (c) Death.

1.5.1 Resignations will be acknowledged by a letter from the Board.

1.6 Any person who is not a member of the Unitarian Church of Calgary but who participates regularly in Church activities may register as a friend of the Church. A friend is expected to contribute toward the congregation's financial needs, as personal circumstances permit. A friend may serve on committees and attend all Church functions. A friend may not vote in meetings of the congregation, be chair of a committee, be a lay chaplain or hold elected office.

By-Law 2 Meetings

1. There shall be two regular business meetings of the Church in each calendar year:
 - (a) The Annual General Meeting shall be held prior to the 15th day of May,
 - (b) The Finance or Budget Meeting shall be held prior to the 15th day of December.

These meetings shall be held at such time and place as shall be fixed by the Board of Trustees. Any item of business except amendments to the Constitution or By-Laws or as otherwise specifically exempted within these By-Laws may be presented at these meetings by any member without prior notice.

2. (a) A Special Business Meeting of the Church may be called by the Board of Trustees when deemed advisable.
 - (b) Special Business Meetings of the Church shall be called by the Board of Trustees in response to a written request, signed by any ten members of the Church, provided that the request specifies the purpose for which the meeting is sought.
 - (c) At Special Business Meetings, no items of business other than those specified in the call of the meeting may be voted upon.
3. The Secretary shall give at least ten days' written notice to all members of the Church concerning the time, place and items of business to be discussed at any Regular or Special Business Meeting of the Church, except that twenty-eight days' notice is required if amendments to the Constitution or By-Laws are to be considered and that notice of meetings to deal with the real property of the Church shall conform with Section 17 of the Religious Societies' Land Act.
4. The Quorum for any Regular or Special Business Meeting of the Church shall be 30 percent of the members who live within the Calgary city limits. If a Quorum is not obtained within sixty minutes after the scheduled opening time of the meeting, the meeting shall adjourn.
5. Decisions shall be determined by a simple majority vote of those members present at any duly called meeting except for:
 - (a) The following decisions which shall require a 2/3 majority vote:
 - (i) To amend the Constitution or By-Laws,
 - (ii) To elect a Minister,
 - (iii) To alter the sabbatical and termination provisions in the Minister's "Letter of Call and Continuing Letter of Agreement",
 - (iv) To terminate the Minister's "Letter of Call and Continuing Letter of Agreement",
 - (v) To buy or sell Real Property,
 - (vi) To issue Public Statements on behalf of the Church,

(b) Meetings called under Section 11 of the Endowment Trust Fund Agreement which require the agreement of 90% of the members of the Congregation present at such meeting.

(c) Meetings called under Section 13 (“Power to Alter Trust”) of the New Building Trust Fund Agreement which require the agreement of 90% of the members of the Congregation present at such meetings.

6. Voting shall be in person and not by proxy. Bourinot's Rules of Order as currently revised shall govern Regular and Special Business Meetings in all cases where they are not inconsistent with these By-Laws.

By-Law 3 Nominations and Elections

1. There shall be elected a four-member Nominating Committee who shall choose their own chair. The members shall serve two-year terms, two members being elected each year. Retiring members of the Nominating Committee shall not be eligible for re-election to the Committee for a period of two years. Members of the Nominating Committee are not eligible to be nominated for elected offices.
2. The Nominating Committee shall submit to the Secretary and publish to the Congregation four weeks prior to the Annual General Meeting a complete slate of consenting candidates eligible for election to the Board of Trustees, the Nominating Committee, the Lay Committee, and the Ministerial Relations Committee.
3. Any member may refer to the Nominating Committee the names of members deemed qualified to serve in any elected capacity within the Church.
4. Nominations from the floor of the Annual General Meeting shall be invited provided that the prior written consent of the nominee has been obtained.
5. At each Annual General Meeting, there shall be chosen: one President, one Past-President, one Vice-President, one Secretary, and one Treasurer, each of whom shall hold office for one year; one Trustee who shall serve for three years, two members of the Nominating Committee who shall hold office for two years, and one member of the Lay Chaplaincy Committee, who shall hold office for three years; and one member of the Ministerial Relations Committee who shall hold office for three years, except for every third year as provided under By-Law 7.3; also any officers needed under By-Law 4.5. The term of office of all persons elected as aforesaid shall commence at the conclusion of the meeting at which they are elected.
6. If more than one candidate has been nominated for any position, election shall be by ballot distributed at the Annual General Meeting. The candidate with the greatest number of votes shall be declared elected. In case of a tie, the Chair of the

Nominating Committee shall decide the issue by flipping a coin. If there is only one candidate for any position, (s)he shall be declared elected by acclamation.

By-Law 4 Board of Trustees

1. There shall be a Board of Trustees consisting of the President, Past-President, Vice-President, Secretary, Treasurer, and three Trustees.
2. All members of the Board of Trustees must be members of the Church.
3. A quorum of the Board of Trustees shall be four members.
4. The Board of Trustees shall have general charge of the property of the Church; the conduct of all its business affairs; the responsibility for its program; the control of its administration; the establishment of such committees as they may deem necessary; and the approval of committee chairs. (See also By-Law 10.1)
5. The Board of Trustees in consultation with the Nominating Committee shall fill vacancies in any elective office of the Church by appointment and persons so appointed shall serve until the next election; any unexpired term shall then be filled by someone elected to complete the unexpired portion of the term.
6. The Board of Trustees shall advise the Minister regarding his/her general duties.
7. The Board of Trustees may request the resignation from office of any Board member for unexplained absence from three consecutive Board meetings or for neglect of duty. If the Board member refuses the request, then the circumstances shall be reviewed by the Nominating Committee. If the matter is not resolved by that review process, then it shall go to a Congregational meeting for resolution.

By-Law 5 Duties of Officers

1. The President shall be a member, ex officio without vote, of all committees except the Nominating Committee. (S)He shall, when present, preside at business meetings of the Church and at meetings of the Board of Trustees. (S)He shall represent the Church at all appropriate occasions.
2. The Vice-President shall perform any or all of the duties of the President at the request of or in the absence of the President.
3. The Secretary shall ensure that accurate minutes are kept of all meetings of the Church and of the Board of Trustees. It shall be the responsibility of the Secretary to ensure that amendments to the Constitution and/or By-Laws approved by the Congregation are inserted in the Church copy and the Board members' copies of the Constitution

and By-Laws. (S)He shall forward such amendments to the Registrar of the Religious Societies Land Act. (See also By-Law 2.3)

4. The Treasurer shall:

- (a) Be responsible for the receipt of all monies paid to the Church and for their deposit in whatever financial institution the Board may order. (S)He shall make available to donors as early as possible in the new year, but no later than February 28th, income tax receipts certifying the amounts donated during the previous calendar year.
- (b) Properly account for the funds of the Church and keep such books as the Board may direct.
- (c) Present to the Board, when requested, a full detailed account of receipts and disbursements.
- (d) Present to each regular business meeting of the Church a detailed statement of the financial position of the Church as of the end of the previous month.
- (e) Present at the Annual General Meeting a duly audited financial statement for the previous year. In lieu of an outside audit, an audit by two capable members of the Congregation who are not directly involved in the financial management of the Church is acceptable.
- (f) Be responsible for filing the annual "Registered Charity Information Return and Public Information Return" with Revenue Canada and for filing such other financial statements as may be required by law.
- (g) Share responsibility for the list of members described in By-Law 1.
- (h) Be responsible for the Books of Account of the Endowment Trust Fund, as specified by the Endowment Trust Fund Agreement of 6th December 1981.

By-Law 6 Minister

1. The Minister shall be chosen by a 2/3 majority vote of members present at a duly constituted business meeting of the Church called for that purpose.
2. Agreement as to responsibilities and conditions of employment shall be by "Letter of Call and Continuing Letter of Agreement" between the Minister and the Church. This "Letter of Call and Continuing Letter of Agreement" may be terminated by either party by giving the other party three months' notice of intention to terminate the contract. A shorter notice may be mutually agreed upon.

3. The terms of the “Letter of Call and Continuing Letter of Agreement” between the Minister and the Church may be changed by mutual consent of the Minister and the Board of Trustees, except changes in sabbatical and termination provisions, which require the approval of a 2/3 majority of the Congregation. The “Letter of Call and Continuing Letter of Agreement” must be reviewed at least every three years by the Minister and the Board of Trustees.
4. The right to terminate or alter the Minister's “Letter of Call and Continuing Letter of Agreement” with the Unitarian Church of Calgary is vested solely in the Congregation, and may be exercised by 2/3 majority vote of members present at a business meeting, provided that notice has been included in the call of the meeting.
5. The Minister shall be a member, ex officio without vote, of the Board of Trustees and a member, ex officio without vote, of all committees except the Nominating Committee and the Committee on Ministry.
6. The Minister is expected to be concerned with all aspects of the life and activities of the Church, its welfare and the furtherance of its program.

By-Law 7 Committee on Shared Ministry

1. . There shall be a Committee on Shared Ministry consisting of five members of the Congregation as follows: two persons chosen by the Minister; two persons chosen by the Congregation at an Annual Meeting; one person chosen from the membership by the above four people.
2. Members of the Committee shall serve three year terms. They shall choose their own chair.
3. The Committee shall operate on a 3-year cycle. In the first and second years the Minister shall select one Committee member and the Congregation shall elect one Committee member; in the third year the four incumbent members shall appoint one member from the Congregation.
4. The Committee on Shared Ministry shall nurture high-quality shared ministry within the Congregation. The Committee shall define and clarify expectations about shared ministry, monitor and evaluate our shared ministry effectively, and counsel the Minister, the Congregation, and its leaders about our shared ministry.

By-Law 8 Lay Chaplaincy Committee

1. There shall be a Lay Chaplaincy Committee consisting of three members of the Congregation.
2. Members of the Committee shall serve three year terms, with one member elected by the Congregation each year. They shall choose their own chair.

3. The Committee shall search for Lay Chaplains as the need arises, and make recommendations to the Board regarding their appointment and training. The Committee shall also recommend renewal, confirmation or termination of existing contracts.
4. The purpose of the Lay Chaplaincy Committee shall be to strengthen the Lay Chaplaincy within the Congregation. The Committee shall serve as a support committee for the Lay Chaplains and also as a communication channel between the Lay Chaplains and the Congregation and between the Lay Chaplains and the Minister.

By-Law 9 Lay Chaplain(s)

1. The Lay Chaplain(s) shall be appointed by the Board which will contract for specific services to be provided by each Lay Chaplain. The term of the contract shall be for a period of two years and may be renewed twice for a maximum of six years. Any appointment of a Lay Chaplain shall be ratified at the next business meeting of the Congregation.
2. A Lay Chaplain shall perform rights of passage, such as marriages, memorial and dedication services. The extent and method of exercising these duties shall be specifically outlined in the contract, and in accordance with the C.U.C. "Lay Chaplaincy Program Guidelines".

By-Law 10 Contractual Obligations

1. The Board of Trustees may authorize the signing of contracts on behalf of the Church providing they do not exceed an approved budget item by more than 10% and do not exceed a duration of twelve (12) months. Contracts that exceed the above limitations must be authorized by a duly called business meeting of the Church.
2. The President and Secretary, or such other officer or officers authorized by the Board to do so, shall be empowered to sign contracts on behalf of the Church.
3. For banking purposes and for the signing of cheques and similar instruments, the signing officers shall be two of the following: Treasurer, President, Vice-President, and Board Secretary.

By-Law 11 Finances

1. The Fiscal Year of the Church shall be from January 1 to December 31.
2. The Board of Trustees shall be responsible for the preparation of the Church Budget and for its submission to a Budget Meeting to be held before December 15 of the previous year.
3. The Budget as approved by the Congregation shall be the authority for the expenditure of Church funds. The Board may make such adjustments, within the agreed total, as may be deemed necessary.
4. Expenditures exceeding or not included in the Budget may be approved by the Board of Trustees up to an amount not in excess of \$100 or 10% (whichever is the greater) of the appropriate committee budget and to a total annual amount not exceeding 3% of the total budget. Proposed expenditures in excess of these amounts must be approved at a duly called business meeting, except in the event of gifts earmarked for special purposes.

By-Law 12 Affiliations

1. The Church shall maintain membership in the Canadian Unitarian Council (Toronto, Ontario)) In the event of dissolution of the Unitarian Church of Calgary all property and assets shall be vested in the Canadian Unitarian Council.

By-Law 13 Amendments

1. These By-Laws may be amended by a 2/3 majority vote of members present at any business meeting of the Church provided that 28 days' notice is given as required in By-Law 2.3, and provided that the intent of such revision has been published in the call of meeting.