

**Bylaws
of
Horizon Unitarian Universalist Church**

(Revised May 23, 2021)

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**BYLAWS
of
HORIZON UNITARIAN UNIVERSALIST CHURCH**

ARTICLE 1. NAME

This religious society shall be known as the Horizon Unitarian Universalist Church, hereinafter referred to as the "Church."

ARTICLE 2. PURPOSE

Section 2.1. Purpose

The purpose of this Church shall be to promote the understanding and interests of liberal religion, based upon individual freedom of belief and utilization of the democratic process in the conduct of human relations, as expressed in our affirmation:

Love is the doctrine of this church; the quest for Truth is its sacrament, and Service is its prayer. To dwell together in peace, to seek knowledge in freedom, to serve humanity in harmony with the earth; thus, do we covenant together.

Section 2.2. Incorporation

This Church is incorporated as a non-profit corporation under laws established by and for the State of Texas, and pursuant to the provisions of Article 9.01 of the Texas Non-Profit Corporation Act. The Church does not contemplate monetary gain or profit from its existence or activities.

ARTICLE 3. DENOMINATIONAL AFFILIATION

This Church shall be a member of the Unitarian Universalist Association. In this regard, the Church shall cooperate with affiliated organizations and aid in the establishment of other Unitarian Universalist churches and fellowships, to the extent such actions may be reasonably possible given Church organizational capabilities and resources.

ARTICLE 4. MEMBERSHIP

Section 4.1. Membership Requirements

Any person can become a member of the Church who:

- (1) is at least fifteen (15) years of age;
- (2) is in harmony with the purposes of the Church;
- (3) has in the previous twelve (12) months made a monetary contribution of record to the Church, or lives in a household whose occupants have made a payment of record to the Church, or has had payment waived by a Minister of the Church; and
- (4) signs the membership book before a Minister of the Church and/or a Trustee of the Church.

Membership in the Church shall be without regard to race, color, national origin, disability, gender, prior religious affiliation, affectional or sexual orientation, age (15 and above), or socioeconomic status.

Section 4.2. Voting Members

Members of the Church, as defined in Section 4.1, may vote in elections and in all congregational meetings thirty (30) days after that date upon which they have signed the membership book. Members of the Church under the age of eighteen (18) years may not hold any position of responsibility within the Church that involves personal liability.

Section 4.3. Termination of Membership

Membership in the Church shall continue until such time as one or more of the following occurs:

- (1) The individual resigns membership by submitting a written statement of resignation to the President or the Secretary of the Board of Trustees, or the Minister of the Church.
- (2) Membership has been rescinded by vote of at least sixty-six percent (66%) of a quorum of the Board of Trustees present and voting for behavior incompatible with the purpose(s) of the Church or the best interest of the members of the congregation. This is provided that such action is taken by recorded vote of the Board not less than thirty (30) days following written notice to the individual, delivered by standard mail or email to the last known address of the person.
- (3) The individual fails to be in compliance with Section 4.1 (2) or Section 4.1 (3).
- (4) The individual is deceased.

ARTICLE 5. ORGANIZATION

Section 5.1. Church Authority

The ultimate authority for all matters pertaining to the operation of the Church shall rest with the Congregation.

The Congregation shall elect the Board of Trustees, the Leadership Development & Nominating (LD&N) Committee, the Endowment Committee, and the Committee on Shared Ministry (CoSM) and shall call the Minister and any Associate Minister(s). Any powers or authorities not specifically delegated in these Bylaws to the Board of Trustees, Officers, Minister(s), and/or committees, or not specifically delegated by vote of the Congregation at a duly convened meeting of the Congregation, shall be reserved to and for the Congregation.

The Board of Trustees shall be responsible for establishing policies for the Church and the overall administration of Church operation and affairs.

The Minister, as Chief of Staff, is responsible for directing Church operations and staff, as described in Section 9.4.

Section 5.2. Agent Liability

Whenever any Trustee, Officer, Employee, or other agent of the Church shall exercise their duties in a

prudent manner and in accordance with these Bylaws, such person shall be indemnified by the Church to the full extent allowed by law with respect to any personal liability, which may arise from the conduct of such duties or related activities.

ARTICLE 6. CONGREGATIONAL MEETINGS

Section 6.1. Church Year

The Church fiscal year shall be July 1 through June 30.

Section 6.2 Meeting Place

Each congregational meeting shall be held at the building where religious services of the Church are normally held and/or may be held virtually. If, for any reason, it is not practical to meet in said facility, the Board may designate another physical setting in Denton County, Dallas County, or Collin County, Texas, or a virtual meeting provided the location or attendance information is publicly announced and specified in all notices of the meeting.

Section 6.3. Annual Meeting

The Annual Meeting of the Congregation shall be held between May 1 and June 15 of each year, with the exact meeting date and location (physical and/or virtual) to be determined by the Board of Trustees, and publicized to all voting members of the Church not less than thirty (30) days prior to such Annual Meeting. At this meeting, the Board, Officers, and any committee members required to be elected shall be elected; a budget for the ensuing year shall be presented by the Board for consideration and adoption by the Congregation; and any other appropriate business transacted.

Section 6.4. Mid-Year Meeting

The Mid-Year Meeting of the Congregation shall be held between January 1 and February 15, for the transaction of such business as shall be stated on the agenda, which will be determined by the Board. The date and location (physical and/or virtual) also will be specified by the Board and publicized to all voting members of the Church at least thirty (30) days prior to the meeting.

Section 6.5. Special Meetings

Special meetings of the Congregation may be called by the Board of Trustees or Board President. Additionally, a special meeting of the Congregation shall be convened by the Board within thirty (30) calendar days after receipt of a petition for such meeting that has been signed by twenty percent (20%) of the Congregation entitled to vote on the date such petition is actually submitted to the Board.

Ten (10) days' notice of any special meeting shall be delivered to all voting members in a manner specified in Section 6.6. No business shall be conducted at that meeting other than that announced for any such special meeting and included on that meeting's agenda.

Section 6.6. Notice of Meetings

Notice stating the location (physical and/or virtual), date and time, and agenda of any Church meeting shall be delivered in a timely manner, as specified in Sections 6.3, 6.4, and 6.5, either by email or standard mail to each member entitled to vote at such meeting. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to a Church member at

their address as it appears in the then records of the Church, with postage prepaid for such notice. If sent via electronic or digital communication, the notice of a meeting shall be deemed to be delivered at the time the communication is sent to the email address as it appears in the then records of the church.

In the absence of a specific request to the contrary, providing an email address to the church shall be deemed consent to the receipt of email notices.

Section 6.7. Quorum

Except as specifically provided elsewhere in these Bylaws, a quorum at any congregational meeting shall consist of not less than ten percent (10%) of the voting members. To be counted toward the quorum, members must be present in person or as a virtual attendee at the meeting. If a quorum is not present when the meeting is called to order, those in attendance may adjourn the meeting on one or more occasions without further notice until the meeting is called back to order, provided, however, that subsequent calls to order shall be at a time and location reasonably accessible to members of the Congregation. When a quorum is present, any business may be transacted that might have been transacted at the meeting as originally called.

At any meeting of the Congregation, a simple majority of those votes cast by eligible voting members in person or as a virtual attendee shall be sufficient to either approve or disapprove matters submitted for determination by vote, *except* for those votes taken relating to either the selection or removal of the called Minister(s), of a Trustee, and/or of a committee member on the Leadership Development & Nominating (LD&N), Endowment, or Ministerial Search (MSC) Committees; dissolution of the Church; or the amendment of these Bylaws, in which event, specific requirements, as stated in Sections 7.4, 8.6, 9.1, 9.8, 14.1, and 15.1, shall control.

Section 6.8 Minutes

Draft minutes of each congregational meeting shall be posted in a prominent place in the church and/or on the church's website within thirty (30) days of the meeting. Suggested corrections should be submitted to the Secretary of the Board of Trustees within not more than sixty (60) days after the congregational meeting. Minutes of each congregational meeting will be approved by the Congregation at the next congregational meeting.

ARTICLE 7. BOARD OF TRUSTEES

Section 7.1. Functions of the Board

The business, property, and affairs of the Church are governed by the Board of Trustees through these Bylaws, policies of the Board, and decisions of congregational meetings.

The Board shall have full authority for entering into and executing contracts, agreements, or other legal instruments of any type on behalf of the Church, unless the Congregation shall, by a majority vote of eligible voting members, act to reserve for itself certain approval authority. Congregational approval of any instrument, if required, shall be by a majority affirmative vote of a quorum of eligible voting members present and voting at a duly called congregational meeting. In any given fiscal year, the Board may amend the annual budget and/or make unbudgeted expenditures, based on unforeseen or emergent circumstances, of up to ten percent (10%) of the approved current year total budget without

formal assent of the Congregation.

Section 7.2. Membership

The Board of Trustees shall be composed of seven (7) members, all of whom must be voting members of the Congregation for a period of not less than twelve (12) months and none of whom may be employees of the Church. Each Trustee, including each Officer, shall be elected by the Congregation to serve a two-year staggered term to begin on July 1 of the year elected. Each Trustee shall hold office until such time as their successor shall have been elected at a duly convened meeting of the Congregation in such manner as provided for in Section 6.3 or as provided for in Section 7.3 if a vacancy occurs before the Trustee's term has ended. The Minister and any Associate Minister(s) will be non-voting ex-officio members of the Board, and any Intern Minister will participate as an observer.

Section 7.3. Vacancies

If a vacancy occurs on the Board for any reason, the remaining Trustees, by majority vote of those voting at a duly called meeting of the Board in which a quorum is present, may fill the vacancy. The Trustee appointed by the Board shall serve until the next Annual Meeting of the Congregation, at which time the Congregation shall elect a Trustee to serve the remainder of the term of the departed Trustee. If a vacancy occurs in the office of the President, the Vice-President shall serve as the interim President until such time as the Congregation elects a person to serve the remainder of the President's term. In such case, the office of the Vice-President shall not be considered to be vacant.

Section 7.4. Removal of Trustees

A Trustee may be removed from office for misconduct in office or conduct incompatible with the responsibilities of a Trustee by a sixty-six percent (66%) affirmative vote of those votes cast by eligible voting members of the Congregation in person or as a virtual attendee at any congregational meeting. Such regular or special congregational meeting must meet the requirements of Article 6 of these Bylaws, to include providing notice of such proposed removal.

Any Trustee may resign by letter to the President and/or Secretary. Any Trustee who shall be absent from three (3) consecutive regular meetings of the Board, without being excused by the President, for reasons of health or other cause deemed reasonable, shall be considered as having resigned from the Board and may be replaced in accord with Section 7.3.

Section 7.5. Regular Meetings

The Board of Trustees shall hold regular meetings at the Church or at any other reasonably convenient site within Denton County, Collin County, or Dallas County, Texas, or the Board may hold virtual electronic meetings, at times posted in the Church calendar. No notice is required for regular meetings of the Board, except for any meeting to be convened at a site other than the Church.

Section 7.6. Special Meetings

Special meetings of the Board may be called by the President or at the written or emailed request of any two (2) Board members at a time and location reasonably convenient for members, including virtual electronic meetings. Notice must be given to each member of the Board at least two (2) calendar days before the meeting, such notice to include the date, time, location, and agenda for said meeting.

Section 7.7. Quorum

A simple majority of the Trustees constitutes a quorum at any meeting of the Board. To determine a quorum and for voting, the Board may permit participation in Board meetings by conference call or virtual electronic meeting. If a quorum of the Board is not present when the meeting is called to order, a majority of those Trustees present may adjourn the meeting on one or more occasions without further notice until a quorum is present. At that time, any business may be transacted that might have been transacted at the meeting as originally called.

The act of a majority of Trustees present at a duly called meeting at which a quorum is present shall be the act of the Board of Trustees, unless the act requires a greater number present by law or these Bylaws.

In emergent or critical circumstances requiring action prior to the next scheduled meeting of the Board, at the discretion of the President, the Board may act based on email vote of a simple majority of its members, provided that each such action shall be ratified by the Board at its next scheduled meeting.

Section 7.8. Open Meetings; Executive Session

All meetings of the Board are open to all members of the Congregation, as well as other interested parties. All actions and votes of the Board shall be made in open session.

The Board may enter into Executive Session for the purpose of discussing current or potential litigation, personnel matters, entering into or terminating contracts for employment or purchase of real property, or other issues of a confidential nature, which might reasonably be expected to cause embarrassment to the church, its members, or its employees if discussed in public. No persons other than elected, appointed, and non-voting ex-officio Board Members may be present in an Executive Session unless specifically invited to attend by a majority decision of Board Trustees present at the meeting. No votes or final actions may be taken while in Executive Session.

Section 7.9. Conflict of Interest

Any Trustee having a conflict of interest, or who thinks they may have a conflict of interest, involving any action contemplated by the Board shall declare same for the record and not participate directly or indirectly in any considerations or votes regarding that matter.

A conflict of interest is any action item in which the Trustee or a member of their immediate family has or may have a potential financial interest.

Section 7.10. Policies

The Board shall establish in writing any and all policies necessary to implement the intent and provisions of these Bylaws and any decisions of the Congregation and/or of the Board, said policies being subject to change at the discretion of the Board. Procedures for implementing Board policy shall be the staff's responsibility as they deem necessary.

Section 7.11. Officers

Officers of the Board are the President, Vice-President, Treasurer, and Secretary. Officers of the Board are elected by the Congregation.

President: The President shall be the principal supervising officer of the Church, preside at all meetings of the Board and Congregation, be a non-voting ex-officio member of all committees except the Leadership Development & Nominating (LD&N) Committee, Endowment Committee, Committee on Shared Ministry (CoSM), and/or any Search Committee, and represent the Church on all appropriate occasions. The President shall have authority to sign on behalf of the Congregation any deeds, mortgages, bonds, contracts, or other legal instruments, which the Board has authorized to be executed, except in those instances where the signing and other execution of such instruments shall have been expressly delegated by the Board or by these Bylaws or by statute to some other officer or agent of the Church. The President may, with the advice and consent of the Board, delegate such signatory authority to another member of the Board. In general, the President shall perform all duties incident to the office and such other duties as may be prescribed by the Congregation from time to time. The President may participate in discussion of any action item in a duly called meeting of the Board and vote on any proposed action item.

Vice-President: In the absence of the President, or in the event of their inability or refusal to act, the Vice-President shall perform the duties of the President and, when so acting, shall have all the powers of and be subject to all restrictions upon the President. The Vice-President shall perform such other duties as from time to time may be assigned by the President, Board, or Congregation.

Treasurer: The Treasurer, under the direction of the Board, shall provide fiduciary oversight for: the receipt and deposit of all monies in the name of the Church in such banks or other financial depositories as may be selected in accordance with directives of the Board; disbursements from and deposits to those accounts; accurate accounting of receipts and disbursements in books belonging to the Church; coordinating any public accounting firm employed by the Church to perform an audit; and timely filing of federal, state, or local returns, and reports or other items required by law. Additionally, the Treasurer will present requested monthly and special reports to the Board as part of their fiduciary oversight role and perform such other duties as from time to time may be assigned by the President, Board, or Congregation. The Treasurer shall also perform the duties of President in the event of the simultaneous absence or incapacity of both the President and Vice-President. In their role as Chief of Staff, the Minister, not the Treasurer, is responsible for the day-to-day management of financial operations and the assets of the Church.

Secretary: The Secretary, under direction of the President and Board, shall keep accurate minutes of all meetings of the Congregation and Board digitally and/or in one or more books; ensure that all minutes are properly assembled, indexed, and preserved in a place safe from loss or damage; sign each set of minutes certifying that such minutes have been approved by the appropriate body; ensure that all correspondence, legal documents, historical information, and other records of the church are properly collected, assembled, and preserved in a safe place; ensure a current list of all members of the church is maintained to include addresses, emails, and phone numbers; request and obtain from the Office Administrator a list of Church members eligible to vote at each congregational meeting; prepare and publish this list for each congregational meeting; and perform such other duties as from time to time may be assigned by the President, Board, or Congregation.

ARTICLE 8. COMMITTEES

Section 8.1. Committee on Shared Ministry

The Committee on Shared Ministry (CoSM) shall monitor and nurture the health of the ministry of the Congregation, work to resolve conflicts among various parts of the Church, and act as a sounding board for the Minister, as needed. It shall consist of three (3) members of the Congregation who are not current members of the Board, each of whom has a minimum of three (3) consecutive years as a voting member of the Church and has demonstrated leadership.

The Church's called Minister(s), in consultation with the Board, will provide a list of potential candidates to serve on the CoSM. The Board will approve nominees to the CoSM from that list, including the filling of any vacancies. Except in the case of a vacancy, the names of the selected nominees will be presented for election by the Congregation at the Annual Meeting. Members will serve three-year terms in staggered rotation, and no member may serve more than two (2) consecutive terms or be reappointed until they have been off the CoSM for at least three (3) years. The Minister and any Associate Minister(s) will be non-voting ex-officio members of the CoSM, and any Intern Minister will participate as an observer.

As a collegial, democratic body, the CoSM will select a chairperson from among its voting membership at the first meeting after the beginning of each fiscal year of the Church. The chairperson shall be responsible for preparing meeting agendas in consultation with other members and convene and lead the meetings. The CoSM will meet as necessary, not less than once per quarter, with an agenda prepared and provided to all voting and non-voting ex-officio members of the CoSM in advance of the meeting.

Recognizing the sensitivity of facilitating the respectful and responsible resolution of Church relationship issues (including those between one part of the Church leadership team and another, and issues arising between a Church member and a Minister or employee of the church), the CoSM shall function at all times with appropriate confidentiality regarding its communications and actions. The Minister will serve as primary liaison to the Board, but the chairperson may augment as appropriate.

Section 8.2. Leadership Development & Nominating Committee

The Leadership Development & Nominating (LD&N) Committee shall consist of five (5) members who are not current members of the Board—four (4) elected for staggered two-year terms by the Congregation at its Annual Meeting and one (1) appointed by the Board for a one-year term. Members of the LD&N Committee will be voting members of the Church for a period of not less than one (1) year prior to election or appointment and will select its chairperson at its first meeting after each Annual Meeting of the Congregation. If there is a vacancy in the committee membership for any reason, the Board shall appoint a replacement to serve until the next Annual Meeting of the Congregation. A quorum of the Committee shall be a simple majority of serving members.

All members of the LD&N Committee shall be ineligible during their term of office, and for a period of seven (7) months thereafter, for nomination to any position that is nominated by the LD&N Committee pursuant to these Bylaws, except that a current member of the LD&N Committee may serve a second term on that committee.

The LD&N Committee shall submit to the Annual Meeting of the Congregation at least one (1) nomination for each elective office to be filled at that meeting, said nominations to be published in advance, in accordance with Section 10.2.

The LD&N Committee also shall be responsible for communicating and providing leadership development opportunities to Horizon members with the intent of supporting existing church leaders and encouraging leadership growth within the congregation. The LD&N Committee may request other members of the Church to serve as advisory members for leadership development.

Section 8.3. Endowment Committee

The Endowment Committee shall monitor and nurture the health of the Church's endowment. The committee shall consist of three (3) members of the Congregation who are not current members of the Board, each of whom has been a voting member of the Church for a minimum of three (3) consecutive years and has demonstrated leadership. Members of the Endowment Committee shall be elected by the Congregation at its Annual Meeting. If there is a vacancy in the membership for any reason, the Board shall appoint a replacement to serve until the next Annual Meeting of the Congregation. Members will serve three-year terms in staggered rotation, and no member may serve more than two (2) consecutive terms or be reappointed until they have been off the Endowment Committee for at least two (2) years. The Minister and any Associate Minister(s) will be non-voting ex-officio members of the Endowment Committee, and any Intern Minister may participate as an observer.

The Endowment Committee will select its chairperson and secretary at its first meeting after each Annual Meeting of the Congregation. A quorum of the Committee shall be a simple majority of serving members. The chairperson shall be responsible for preparing meeting agendas in consultation with other members, and convene and lead the meetings. The Endowment Committee will meet as necessary, not less than once per quarter, with an agenda prepared and provided to all voting and non-voting ex-officio members of the Endowment Committee at least five (5) days in advance of the meeting. The secretary shall maintain complete and accurate minutes of all meetings of the Endowment Committee and publish them to all Committee members within ten (10) days of the meeting for Committee approval and archiving.

The Endowment Committee will provide a written report to the Board each quarter indicating the changes since the previous report and the current status of all endowment funds. Additionally, the Board may request additional information from the chairperson of the Endowment Committee or other members.

The Endowment Committee may request other members of the Church to serve as advisory members. The Endowment Committee may also provide for such professional counseling on investments or legal matters as it deems to be in the best interest of the Fund and, if necessary, at the expense of the Fund taken from the annual distribution amount or undistributed capital appreciation.

No member shall engage in any self-dealing or transactions with the Fund in which the member has direct or indirect financial interest and shall at all times refrain from any conduct in which her or his personal interests would conflict with the interest of the Fund.

Members of the Endowment Committee shall not be liable for any losses that may be incurred by the

investment of the assets of the Fund, except to the extent that such losses shall have been caused by bad faith or gross negligence by a member of the Endowment Committee. No member shall be personally liable as long as they act in good faith and with ordinary prudence. Each member shall be liable only for their own willful misconduct or omissions and shall not be liable for the acts or omissions of any other member.

Section 8.4. Ministerial Search Committee

An ad hoc Ministerial Search Committee (MSC) shall be formed as necessary and based on current UUA guidelines to identify, screen, and recommend candidates to the Congregation for that ministerial vacancy for which it has been elected. The committee will consist of at least five (5) voting members of the Church, who are not current members of the Board and who have been nominated and approved in a manner consistent with then current UUA guidelines. The MSC also shall assist the Board in developing a mutually satisfactory contract with the selected Minister.

The members of the MSC shall select a chairperson from among its members. The Minister shall be a non-voting ex-officio member of any Search Committee for an Associate Minister, and any Associate Minister(s) may serve as a non-voting ex-officio member of an MSC for a Minister.

Section 8.5. Vacancies

Unless otherwise specified in these Bylaws, a vacancy for any reason on the CoSM, LD&N Committee, Endowment Committee, and/or MSC shall be filled by appointment of a majority of the Board.

Section 8.6 Removal of Committee Members

Committee on Shared Ministry

A member of the CoSM may be removed from the CoSM for misconduct in office or conduct incompatible with the responsibilities of a member of the CoSM, or conduct that qualifies for expulsion from the Church, by vote of at least sixty-six percent (66%) of a quorum of the Board of Trustees present and voting, provided that such action is taken by recorded vote of the Board not less than thirty (30) days following written notice, delivered by standard mail or email to the last known address of the member.

LD&N Committee, Endowment Committee, or MSC

A member of the LD&N Committee, Endowment Committee, or MSC may be removed from the respective committee for misconduct in office or conduct incompatible with the responsibilities of a member of the respective committee, or conduct that qualifies for expulsion from the Church, by vote of at least sixty-six percent (66%) of a quorum of eligible voting members present and voting at a duly convened meeting of the Congregation, provided that such action is taken not less than thirty (30) days following written notice, delivered by standard mail or email to the last known address of the member.

Section 8.7. Other Committees

The Board may establish additional standing committees and/or ad hoc committees as needed to advise and assist the Board in performing its duties. Each committee shall be appointed by the Board and shall be given a specific charge of its responsibilities, including for ad hoc committees. The Board may appoint the chairperson for these committees or allow the committee members to select the chair. Additionally,

where possible, the committee shall be given a desired time frame in which the charge shall be completed. The Board establishes the powers and responsibilities of all ad hoc committees and may dissolve the committee at any time. Ad hoc committees shall be dismissed upon the completion of their assigned tasks.

The Board may remove a member from a Board-created standing or ad hoc committee for misconduct in office or conduct incompatible with the responsibilities of a member of the committee, or conduct that qualifies for expulsion from the Church, by vote of at least sixty-six percent (66%) of a quorum of the Board of Trustees present and voting, provided that such action is taken by recorded vote of the Board not less than thirty (30) days following written notice, delivered by standard mail or email to the last known address of the member.

Except as may be designated by these Bylaws or a majority vote of the Congregation or the Board, the Minister and any Associate Minister(s) will be non-voting, ex-officio members of each standing and ad hoc committee of the Church, and any Intern Minister may participate as an observer.

ARTICLE 9. PROFESSIONAL STAFF

Section 9.1. Called Ministers

The Congregation is responsible for calling any Minister and Associate Minister of the Church. Said call shall be upon recommendation by the Ministerial Search Committee (MSC) (Section 8.4) at a special congregational meeting called for such purpose in accordance with the provisions of Sections 6.5 and 6.6. A quorum of at least thirty-three percent (33%) of all voting members of the Church at the time of a meeting called for such purpose shall be present in person or via virtual electronic attendance. The calling of the Minister shall require an affirmative vote of at least ninety percent (90%) of eligible voting members of the Church present in person or via virtual electronic attendance at that congregational meeting.

Section 9.2 Freedom of the Pulpit

All Ministers of the Church shall be guaranteed freedom of the pulpit and shall be free to express in the pulpit their ideas and opinions on any subject except the endorsement of candidates for political office or as otherwise specifically disallowed by statute, regulation, or case law for churches as tax-exempt organizations.

Section 9.3. Employment of Called Ministers

Called Ministers shall be employed under a written contract, which clearly stipulates the duties, compensation, and other conditions of employment. Such contract shall be prepared and approved by the Board of Trustees, and a copy shall be attached to the agenda for the special meeting called per Section 9.1. A vote calling the Minister shall be deemed a ratification of the Minister's contract as approved by the Board.

Section 9.4. Duties of Called Ministers

The Minister, in general, shall provide overall religious leadership and guidance in accordance with the established purposes of the Church; shall, in collaboration with the Board, assist with the administrative

supervision of Church affairs; shall be the designated Chief of Staff/Supervisor of any ministerial and professional staff of the Church; and shall ensure the supervision of all non-professional staff. The Minister shall also be responsible for ensuring oversight of a Lifespan Religious Education Program.

An Associate Minister, in general, shall be responsible for those programs and duties assigned to them by the Minister, which may include overseeing a Lifespan Religious Education Program, and shall provide overall religious leadership and guidance in support of and in the absence or incapacity of the Minister, in accordance with the established purposes of the Church. An Associate Minister may, at the direction of the Minister, also assist with the administrative supervision of Church affairs and/or personnel.

Section 9.5. Status of Employment

All employees of the Church, with the exception of the Minister and Associate Minister(s), shall be at-will employees and may be discharged at the discretion of the Minister (or their written designee in the event of the Minister's extended absence) in a manner consistent with policies established by the Board.

Section 9.6. Interim Minister

Should the Church be without the services of a Minister, the Board of Trustees, by an affirmative vote of sixty-six percent (66%) of Trustees, may hire a non-called interim or acting Minister for a period not to exceed two (2) years per interim or acting Minister.

Section 9.7. Contract Termination

The contractual relationship between a called Minister and the Church may be dissolved by either party for any reason upon three (3) months written notice. Such provisions shall be incorporated in any contractual agreement.

Section 9.8. Removal of Called Ministers

A called Minister may be removed from their position in the Church at a special congregational meeting called for that purpose. A congregational meeting to consider the removal of a called Minister may be called by the Board upon its own initiative or shall be called upon the initiative of a written petition for removal signed by not less than twenty percent (20%) of voting members of the Church, as certified eligible to vote by the Board Secretary. Such meeting requires written notice of the proposed removal to be provided in accordance with the provisions of Sections 6.5 and 6.6. A quorum for a special congregational meeting for this purpose shall constitute not less than thirty-three percent (33%) of members eligible to vote and present in person or via virtual electronic attendance. The Minister may only be removed with an affirmative vote of not less than sixty percent (60%) of voting members present at the meeting in person or via virtual electronic attendance is recorded in favor of such action.

ARTICLE 10. ELECTIONS

Section 10.1. General Provisions

Board Officers and Trustees and members of elected committees shall be elected by voting members of the Congregation via in-person voting, or virtual affirmation, in a manner determined by the Board.

Section 10.2. Nominations

For each election, the Leadership Development & Nominating (LD&N) Committee shall submit to the Congregation one (1) or more nominees for the following positions, in accordance with the relevant requirements of these Bylaws:

- (a) Board Officers to fill expired terms or to complete unexpired terms
- (b) Trustees to fill expired terms or to complete unexpired terms
- (c) Endowment Committee member(s)
- (d) LD&N Committee member(s)
- (e) Ministerial Search Committee (MSC) members, if needed

Additionally, the called Minister may prepare a list of nominees to serve on the Committee on Shared Ministry (CoSM) and submit it to the Board. The Board shall vote on accepting these nominees and placing the names on the ballot at the next congregational meeting.

Not less than thirty (30) days prior to a congregational meeting in which any elected position is to be presented to the Congregation, the LD&N Committee shall issue a list of the nominations, along with a statement of the qualifications of each nominee. This list shall be published in the Church newsletter, posted at the current place of meeting of the Church and/or on the website, and sent by email or standard mail, to each person recorded as an eligible voting member of the Church.

Additional eligible members may be nominated for any position through a written petition signed by at least ten (10) other members eligible to vote. Any such petition shall legibly display the typed or printed name and signature of each petitioner placed adjacent to one another, the name of the person being nominated and the position, the qualifications of the person for the position, and a signed statement of the person being nominated of their willingness to serve. Such petitions must be physically received by the LD&N Committee chairperson not less than thirty (30) days prior to the congregational meeting in which the nominees are to be presented to the Congregation.

ARTICLE 11. ASSET MANAGEMENT

Section 11.1. Responsibility

Principal fiduciary oversight responsibility for the preservation and management of all assets of the church, with the exception of the Endowment Fund(s), shall be the responsibility of the Board, which shall establish policies necessary to assure that Church assets are handled in a proper and prudent manner. The Minister, in collaboration with designated Church staff and governed by the Church Bylaws and Board policies, shall have day-to-day responsibility for the overall management of Church assets, with the exception of the Endowment and Capital Campaign funds.

As defined in Section 8.3, the Endowment Committee is responsible for the management of all endowment funds.

Section 11.2. Budget

In conjunction with the Annual Meeting of the Congregation, a comprehensive budget shall be

presented by the Treasurer for consideration and approval for the succeeding fiscal year. Said budget and/or any revisions to a previously approved budget shall be prepared and recommended by the Minister to the Board for approval and, once approved, shall be provided to each member of the Church eligible to vote not less than thirty (30) days prior to the congregational meeting in which it is to be presented.

Section 11.3. Checks and Drafts

All checks, drafts, or orders for the payment of money, notes, vendor payables, or other evidence of indebtedness issued in the name of the Church shall be signed by such persons and in such manner as may from time to time be determined as appropriate by resolution of the Board.

Section 11.4. Contributions and Gifts

Subject to Board policies, the Board or Minister may accept on behalf of the Church any contribution, gift, bequest, or device for the general or special purposes of the Church.

Section 11.5. Financial Statements

The Minister shall prepare and make available to the Board no less frequently than once each month a written statement or statements accurately representing the financial status of the Church as of the end of the previous month. An annual financial statement shall be prepared by the staff and published by the Treasurer in conjunction with the Annual Meeting of the Congregation, and additional financial statements may be presented at other intervals as requested by the Congregation or as deemed appropriate by the Board.

Section 11.6. Audit

If determined by the Congregation or Board to be necessary, or if required by law, the account books and financial records of the Church shall be audited, at such time and by such independent certified public accountant as the Board of Trustees shall employ for that purpose.

Section 11.7. Special Funds

The Board shall have the right and authority to establish one or more special funds. The purpose of any such fund shall be to further and augment the purposes, principals, objectives, and programs of the Church.

Section 11.8. Endowment Fund

The Church shall maintain an Endowment Fund to further and augment the purposes, principles, objectives, and programs of the Church by receiving gifts, bequests, and conveyances for memorial and other purposes, where the intent of the donor or testator is to make a lasting contribution to the Church. The Endowment Committee shall direct the investment of the Endowment Fund.

Assets of the Endowment Fund shall be invested primarily in equity index funds as selected by the Endowment Committee.

Gifts to the Endowment Fund and earnings thereon shall accumulate until the fair market value of the Endowment Fund is at least \$100,000, after which annual distributions from earnings may commence. Endowment Fund distributions are intended to be from earnings, preserving principal. No distribution

can be made for a year if the prior year's December 31st balance is less than \$100,000. If the Fund balance falls below \$100,000 during the year, the Endowment Committee may recommend to the Board changes to distributions previously approved. While multiple distributions for a year are allowable, total annual distributions for any one year shall be capped at four percent (4%) of the Fund's fair market value as of December 31 of the previous year.

In general, Endowment Fund distributions are not intended to replace payments that should come from the annual budget, such as staff salaries and facilities maintenance including replacing depreciated items, and other historically budgeted items. Endowment Fund distributions may be used for facility upgrades as well as for other activities that support Horizon's mission.

Distributions from the Endowment Fund shall require approval of a majority of the Endowment Committee and a majority of the Board.

ARTICLE 12. PARLIAMENTARY AUTHORITY

Section 12.1. Rules of Order

Those rules contained in the most recent edition of *Robert's Rules of Order* shall govern the Church in all situations to which such rules are applicable, and in which such rules are not inconsistent with these Bylaws or with any special rules of order that may be established by the Church.

Section 12.2. Parliamentarian

The Secretary of the Board shall serve as parliamentarian for all congregational and Board meetings unless the Board President appoints someone else.

ARTICLE 13. WAIVER OF NOTICE

Whenever any notice is required to be given either under provisions of the Texas Non-Profit Corporation Act or under provisions of the Articles of Incorporation or under the Bylaws of the Church, a waiver in writing signed by the person or persons entitled to such notice, whether before or after the time stated in the notice, shall be deemed equivalent to the giving of such notice.

ARTICLE 14. DISSOLUTION AND DISTRIBUTION OF ASSETS

Section 14.1. Dissolution

Any action to dissolve the Church must be approved by a sixty-six percent (66%) vote of eligible voting members of the Church at a meeting properly convened per Article 6 called to specifically consider such action. Members must be present physically or via virtual electronic attendance to vote.

Section 14.2. Distribution

In the event of dissolution of the Church, all assets in possession of the Church at the date of dissolution shall be distributed in whole to the Unitarian Universalist Association, a qualified exempt organization, under requirements of Section 501(c)(3) of the United States Internal Revenue Code of 1954, as may be amended.

ARTICLE 15. AMENDMENT TO BYLAWS

Section 15.1. Amendment

These Bylaws may be amended at any congregational meeting by a sixty-six percent (66%) vote of the voting members of the Church eligible to vote at the meeting at which such matter is considered, provided, however, that the text of any proposed changes has been sent by email or standard mail and posted on the website to all voting members of record at least thirty (30) days prior to such meeting, and provided that the Secretary has prepared and certified a list of voting members eligible to vote at such meeting.

Section 15.2. Procedure

The Board, acting for itself, may submit to the Congregation any proposed amendment that the Board has approved for such submission by a majority vote of its members. In addition, the Board shall submit to the Congregation any amendment received by the Board, which shall have been proposed by a petition signed by at least twenty-five (25) voting members of the Church, provided, however, that such petition is legible, is in a form stipulated or approved by the Board, and is submitted by a date as reasonably established by the Board.

ARTICLE 16. ENFORCEMENT

The Board shall have full authority to enforce any and all provisions of these Bylaws. Any disputes that may arise with regard to the interpretation or application of these Bylaws shall be resolved by the Board, with any determination reached by the Board being final and binding on all Church members.

ARTICLE 17. HEADINGS

The headings used in these Bylaws are for reference purposes only and shall not in any way affect the meaning or interpretation of Bylaws provisions.

ARTICLE 18. VALIDITY

In the event that any provision of these Bylaws conflicts with any federal or state law, and if, as a consequence, such provision is declared invalid by any outside authority having jurisdiction over all or a portion of these Bylaws, then only that provision so declared shall be invalidated and all other provisions of the Bylaws shall remain intact and in force.

The undersigned hereby certify that these Bylaws were adopted at a meeting of the Congregation held on January 26, 2014, at which time an affirmative majority vote of those present at this meeting was recorded.

Bruce McClung, President

Nikki Henderson, Secretary

The undersigned hereby certify that these Bylaws were amended at a meeting of the Congregation held on January 24, 2016, at which an affirmative majority vote of those present at this meeting was recorded.

John D. Gill, President

Eric Freeman, Secretary

The undersigned hereby certify that these Bylaws were amended at a meeting of the Congregation held on January 29, 2017, at which an affirmative majority vote of those present at this meeting was recorded.

John D. Gill, President

Eric Freeman, Secretary

The undersigned hereby certify that these Bylaws were amended at a meeting of the Congregation held on January 28, 2018, at which an affirmative majority vote of those present at this meeting was recorded.

Floyd McGlothlin, President

Eric Freeman, Secretary

The undersigned hereby certify that these Bylaws were amended at a meeting of the Congregation held on May 20, 2018, at which an affirmative majority vote of those present at this meeting was recorded.

Floyd McGlothlin, President

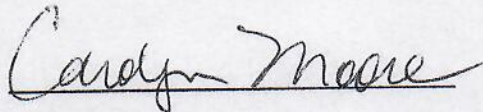
Eric Freeman, Secretary

The undersigned hereby certify that these Bylaws were amended at a meeting of the Congregation held on May 26, 2019, at which an affirmative majority vote of those present at this meeting was recorded.

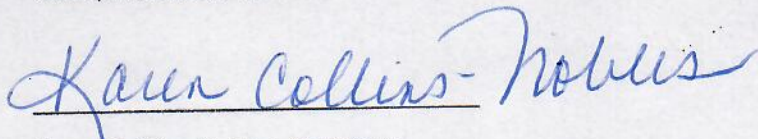
Floyd McGlothlin, President

Shelly Pollock, Secretary

The undersigned hereby certify that these Bylaws were amended at a meeting of the Congregation held on May 23, 2021, at which a sufficient affirmative vote of those present at this meeting was recorded.



Carolyn Moore, President



Karen Collins-Nobles, Secretary