

**AMENDED CONSTITUTION OF ALL SOULS UNITARIAN UNIVERSALIST
CHURCH OF KANSAS CITY, MISSOURI**

**Amended at annual and special meetings of the congregation on May 16, 1975; May 16,
1976; May 19, 1985; May 13, 1989; May 16, 1992; June 14, 1992; January 30, 1994;
January 29, 1995, February 2, 1997, May 21, 2000, and May 22, 2011**

ARTICLE I

Sec 1: The name of this society shall be "ALL SOULS UNITARIAN UNIVERSALIST CHURCH OF KANSAS CITY, MISSOURI"

Sec 2: Its general purpose is to form a community of people who affirm and promote: the inherent worth and dignity of every person; justice, equity and compassion in human relations; acceptance of one another and encouragement to spiritual growth in our congregations; a free and responsible search for truth and meaning; the right of conscience and the use of the democratic process within our congregations and in society at large; the goal of world community with peace, liberty and justice for all; respect for the interdependent web of all existence of which we are a part. Its general plan of operation is to maintain a ministry and regular Sunday services, together with other educational, social and charitable activities. It is also the object of this Society to buy, own, hold, sell, mortgage and convey real estate and other property as it is authorized by the Constitution and laws of Missouri to acquire, hold, mortgage and convey.

ARTICLE II

Sec 1: Any person at least fourteen (14) years of age who is in sympathy with the aims of this Society as set forth in the preceding paragraph, and whose written application to become a member has been approved by the Board of Trustees, shall be a member of this Society. Once admitted, any member may resign at will.

Sec. 2: Voting at all meetings of the Society shall be limited to members who have made a financial contribution of record to the Society during the current or previous fiscal year and preceding the date of the first notice of any such meeting. Voting on sale or purchase of real property shall be further limited to those members eighteen (18) years of age or over.

Sec. 3: All members of the Society as shown by its membership record at the date of the adoption of this amendment shall continue to be members of the Society without making application, but the right of such members to vote at all meetings hereafter shall be governed by the above provisions with respect to voting members.

Sec. 4: Any person entitled to vote and who is at least eighteen (18) years of age shall be eligible to any office of the Society.

Sec. 5: Members who either (i) have been inactive for a period of three (3) years and manifest no interest in the affairs of the Society, (ii) have for any two (2) consecutive years not made to the Society a contribution of money, property, goods or services or (iii) have requested to become inactive, shall be removed from the membership list upon vote of the Board of Trustees.

ARTICLE III

Sec. 1: The officers of this Society shall be a Board of Trustees consisting of nine (9) members, and a Secretary, a Treasurer and an Assistant Treasurer, all to be elected at the Annual Meeting of the Society. The trustees shall be elected for a term of three years, the Secretary and the Treasurer for a term of one year. After three consecutive absences from meetings of the Board, an officer of the Society may, at the discretion of the Board of Trustees, be considered as having vacated his/her office. The Board of Trustees shall elect annually, within fourteen (14) days after the Annual Meeting of the Society, from its own membership a President and a Vice-President who shall also be President and Vice-President of the Society until their successors shall be duly elected and qualified. If the president or vice-president resigns, vacates, is unable, or is unwilling to complete his/her term of office, the Board may fill the vacancy by electing a successor from among the then current Trustees, and such successor shall serve in that capacity until a successor is duly elected at an organizational meeting of the Board following the next Annual Meeting of the Society.

Sec. 2: The Secretary, the Treasurer and the Assistant Treasurer elected as noted in Section 1 of this Article shall be ex-officio members of the Board of Trustees with right to vote on all business coming before the Board of Trustees.

Sec. 3: Except as otherwise provided in the last sentence of Section I, all vacancies in any office of the Society shall be filled by the Board of Trustees, from those recommended by the Nominating Committee, but any officer so appointed by the Board of Trustees shall hold office only until the next Annual Meeting of the Society when the vacancy for the then unexpired term shall be filled by members of the society.

Sec. 4: The Board of Trustees shall have no power to select or dismiss the Settled Minister, or to fix, increase, or diminish his/her salary, or to purchase or sell, mortgage or otherwise encumber or convey any of the real property owned by the Society, or adopt a budget without authorization by a formal resolution of the members duly passed at an Annual or special meeting of the members duly called and held. In all other affairs of said society, its Board of Trustees shall have power to act for and bind the Society, and in no case shall any action of the members operate to create any pecuniary obligation or liability against the Society without the concurrence of the Board of Trustees.

Sec. 5: The Board of Trustees shall have power to provide a corporate seal; to make all needful orders, rules, and regulations for the orderly management of the Society; and to define the province and duties of the Secretary and the Treasurer and committees, regular and special, consistent, however, with this Constitution and the By-Laws.

Sec. 6: All written contracts of the Society and all deeds, conveyances and mortgages made thereby shall be signed by the President of the Society, countersigned by the Secretary, and sealed with the corporate seal, and the same shall not be valid unless so executed.

ARTICLE IV

- Sec. 1: The Annual Meeting of the Society shall be held in the month of May each year.
- Sec. 2: Special meetings of the Society may be called by the Board of Trustees by giving such notice as may be provided in the By-Laws. The Board of Trustees shall call such meeting upon request in writing of at least fifteen percent (15%) of the voting members of the Society.
- Sec. 3: Fifteen percent (15%) of the total number of qualified voting members shall constitute a quorum at any meeting where business is to be transacted; provided, however, that thirty percent (30%) of the total number of qualified voting members shall constitute a quorum at any meeting of the Society where the business to be transacted is (i) the dismissal of the Settled Minister, (ii) the calling of a specific candidate as Settled Minister, or (iii) the purchase, sale, mortgage, encumbrance, or conveyance of any real property to be owned by or owned by the Society. The President the Society shall preside at all business meetings of the Society. If the President is absent, the Vice-President shall preside. In the absence of both the President and Vice-President, the members present may elect a chairperson for the meeting.
- Sec. 4: Voting by proxy is permissible, but the proxies shall not be considered in determining a quorum. Such proxies shall be in writing, filed with the Secretary of the Society or with any member of the Board of Trustees prior to the voting.

ARTICLE V

- Sec.1: This Society shall be a member of the Unitarian Universalist Association and of the local district organization, unless by a 3/4 vote of the voting members of the Society present at a meeting of the Society it shall be otherwise determined. The Society may be a member of other Unitarian Universalist organizations.
- Sec. 2: If this Society shall at any time cease to be a member of the Unitarian Universalist Association, all of the property, real or personal, of the Society shall be transferred to the Unitarian Universalist Association for its general purposes; and this Article shall apply to all property donated to the Society whether by will or in other manner unless the donor expressly otherwise provides. If the Society ceases to be a member of the Unitarian Universalist Association, it shall be the duty and obligation of the officers of the Society to take all necessary action to carry out the purposes of this Article.

ARTICLE VI

- Sec 1: The Constitution (or Articles of Incorporation) may be altered or amended by the affirmative vote of two-thirds (2/3) of the voting members of the Society present at any Annual or Special meeting, provided the proposed amendment or amendments have been mailed to each voting member of the Society at least thirty (30) days prior to the date of the meeting, such mailing to be made through an official publication of the Society.
- Sec. 2: By-laws may be enacted by the Society for its more particular regulation, provided they contain nothing contrary to this Constitution.

ARTICLE VII

- Sec. 1: The period of duration of the Society is perpetual.