

Unitarian Universalist Multiracial Unity Action Council

A Cook County, Illinois Not-for-Profit Corporation

By-Laws

As Amended 2022

ARTICLE I. NAME AND AFFILIATION

The name of this not-for-profit corporation shall be UNITARIAN UNIVERSALIST MULTIRACIAL UNITY ACTION COUNCIL.

ARTICLE II. PURPOSE

The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. The focus of activities will be to promote multiracial unity.

ARTICLE III. MEMBERSHIP

Membership is open to members and friends of Unitarian Universalist congregations, and others who agree with the 7 Unitarian Universalist Principles, who are interested in promoting multiracial (or multiethnic) unity.

In addition to individual members, Unitarian Universalist congregations may become members, providing that a resolution to apply for membership in this organization is adopted at a business meeting of the congregation and the congregation makes an annual contribution of at least \$300 or at least \$5 for each of its members, whichever is less.

Initial annual membership dues for individuals are thirty dollars (\$30). The Board of Directors shall determine future membership dues and announce them at the Annual Meeting, such dues to come into effect with the following fiscal/calendar year. Individuals become members by filling out a membership form or the equivalent and contributing at least the specified dues, or providing in-kind services of at least the same value. Membership renewals in the form of dues or commitments to provide in-kind services of at least the same value are due by January 31, or within a month of the membership renewal notice, if that arrives after January 1. Voting rights accrue 90 days after the initial payment of dues or provision of in-kind services of at least that value.

It is specifically understood that membership is open to all qualified persons regardless of race, color, sex, affectional orientation, age, physical or mental capacity, national or religious origin.

ARTICLE IV. BOARD OF DIRECTORS

The Board of Directors shall consist of a Chair/Spokesperson, Vice-Chair, Treasurer, one or more Secretary positions, At-Large members, and such other positions as the Board of Directors shall designate. Board membership shall normally not exceed eleven.

A Standing Nominating Committee shall seek to recruit individuals to fill vacancies on the Board of Directors between Annual Meetings, and to present a slate of nominees for the Board of Directors for a vote at the Annual Meeting. Terms are for one year commencing on January 1, but may be renewed as long as the individual is willing to be renominated and the Nominating Committee believes that renominating the individual is appropriate.

Not counting excused absences, a Board of Directors member who has missed three consecutive Board (including Annual) meetings shall be considered to have tendered his or her resignation from the Board.

The Board of Directors shall have general charge of the property of the corporation and the leadership of its activities. Quorum for Board of Directors meetings shall be at least 40% of the Board of Directors membership, but in no case less than three.

ARTICLE V. BUSINESS MEETINGS

The annual business meeting shall be held in the last calendar quarter of the year, at such time and place as shall be fixed by the Board of Directors. The Board of Directors shall hold other business meetings most months, usually by video conference.

Special business meetings may be called by the Chair or by three or more members of the Board of Directors or at the written request of any seven members, after submission to the Chair or any two officers. Within two weeks of receipt of the written request, the Board of Directors will set the day, time and place of the special business meeting, which may be attended by video conference. The special business meeting must be scheduled within sixty days of the original written request.

The quorum requirement for the Annual Business Meeting and any business meeting considering amending the By-Laws shall be 10 members, and for any other business meetings it shall be at least 40% of the Board of Directors membership, but no less than 3 members. Notice for any annual or special business meeting or any Board meeting held on other than its normal date shall be communicated by email at least 7 days prior to the meeting. If a quorum is not present at a business meeting tentative actions may be taken, which will become final if the approval of a sufficient number of additional members is secured via email or in writing within 30 days of the meeting. Such additional email/written votes for action items shall become attachments to the official minutes.

ARTICLE VI. EMPLOYMENT and CONTRACTORS

Any staff, or contractors, shall be employed regardless of race, color, sex, affectional orientation, age, physical or mental capacity, national or religious orientation, so long as the candidate is capable and qualified to fulfill his/her duties.

ARTICLE VII. FISCAL YEAR

The Fiscal Year shall begin January 1 and end December 31.

ARTICLE VIII. AMENDMENTS

These By-Laws, so far as allowed by law, may be amended or replaced at any business meeting of the corporation, in accord with the specific quorum requirements of Article V, by a two-thirds (2/3) vote of those present and voting. Notice of any proposed change(s) shall be contained in the notice of the meeting.

ARTICLE IX. PROHIBITED AND RESTRICTED ACTIVITIES

Under no circumstance shall this organization endorse or contribute its funds in any way to the election campaign of a candidate for public office, or act in any way that would jeopardize the status of the Unitarian Universalist Multiracial Unity Action Council as a tax exempt corporation under Internal Revenue Code section 501 (c) (3). A record of the organization's funds spent on lobbying will be maintained and submitted to the Internal Revenue Service or appropriate Illinois oversight organization when requested.

ARTICLE X. DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious and scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as such court shall determine, which are organized and operated exclusively for such purposes.