

**THE BYLAWS OF THE UNITARIAN UNIVERSALIST FELLOWSHIP  
OF LAGUNA BEACH  
AMENDED MARCH, 2013**

**ARTICLE I: NAME**

The name of this religious society shall be "The Unitarian Universalist Fellowship of Laguna Beach" (hereinafter referred to as "Fellowship").

**ARTICLE II: STATEMENT OF PURPOSE AND AFFIRMATION**

A. Statement of purpose:

Strive to be a Fellowship diverse in age, ethnicity and perspective, to provide for the spiritual, intellectual, and social needs of the congregation, and to contribute to the community and the world in accordance with Unitarian Universalist principles

B. Affirmation and Non-discrimination

We affirm and promote the full participation of all persons in all our activities, including membership, programming, hiring practices and the calling of religious professionals, without regard to race, color, gender, gender expression, physical or mental ability, affectional or sexual orientation, age, national origin or economic status and without requiring adherence to any particular interpretation of religion or to any particular religious belief or creed.

**ARTICLE III: DENOMINATIONAL AFFILIATION**

This Fellowship shall be a member of the Unitarian Universalist Association ("UUA") and of the UUA's Pacific Southwest District.

**ARTICLE IV: MEMBERSHIP**

A. Requirements for Membership: A person shall meet the following requirements to be a member of the Fellowship:

1. Agree generally with the Principles and Purposes of the UUA and with the provisions of these Bylaws;
2. Complete an orientation on the history, principles and practices of the UUA and the Fellowship;
3. Subscribe his or her name to the roll of membership;
4. Make an annual financial contribution of record of no smaller than a membership maintenance fee set by the Board of Trustees;

B. Rights of Members:

1. All Members shall have full rights to vote and hold office with the following exception. Members under the age of 18 shall be designated as minor non-voting members
2. Membership shall not be restricted by race, ethnicity, national origin, gender, sexual orientation, or economic status.

C. Waiver of Membership Requirements:

Upon request, the Board shall have the power in its discretion to waive any one or more of the requirements for membership for a prospective or existing member.

- D. Termination of Membership  
Membership may be terminated by vote of the Board if a Member has (a) neither participated in the activities of this Fellowship nor contributed to its financial support for one fiscal year, or (b) acted in violation of the Member's agreement to act in right relationship in the Fellowship. Such Member shall be notified of the proposed action
- E. Qualificaton to Vote or Petition.  
Voting and the right to petition shall be reserved to those who have been members of the Fellowship for at least 30 days.
- F. Friends of the Fellowship:  
Persons who do not to meet one or more of the requirements for Membership may, at the discretion of the Board, be designated by the Board as a "Friend of the Fellowship". Friends of the Fellowship shall be welcome to attend and participate in all Fellowship meetings as though they were a member, but may not vote or hold elective office.

**ARTICLE V: CONGREGATIONAL MEETINGS**

- A. Annual Meetings of the Congregation: The annual meeting of the Fellowship membership shall be held in the first month of the year, at such time and place as shall be fixed by the Board of Trustees.
- B. Special Meetings of the Congregation: Special meetings of the membership may be called by the Board, and shall be called by the Board upon its receiving, at any Board meeting, a written request therefore signed by at least ten percent (10%) of the Fellowship Members then eligible to vote.
- C. Notice of Meetings of the Congregation: Members of the Board of Directors shall give written notice of annual and special meetings to the membership at least fifteen (15) days before the day of the meeting; or if the Board determines any such special meeting to be of an emergency nature and there is insufficient time to give such written notice, such notice may be given by personal or telephone communication or by e-mail to each Member. The general nature of the business to be transacted at any such meeting shall be specified in such notice. The notice of the annual meeting of the Fellowship shall include: (1) the slate of officers and directors nominated by the Nominating Committee, and (2) a copy of the proposed budget for the coming year.
- D. Quorum: Twenty percent (20%) of the Members entitled to vote shall constitute quorum at meetings of the congregation, provided, however, that forty percent (40%) of the Members entitled to vote shall be required to constitute a quorum for the purposes of calling or terminating a settled minister, the sale or other disposition of the building, or recalling officers of the Fellowship. The Members present at a meeting at which a quorum is initially present may continue to do business until adjournment, notwithstanding the withdrawal of enough Members to leave less than a quorum at such meeting. Should a quorum not be present at a meeting, the lesser number shall adjourn the meeting to a date not later than thirty (30) days thereafter, with new notice thereof given as provided in this Article V.
- E. Conduct of Meetings:
  1. The President, or in his or her absence, the Vice President-Finance, shall preside at all meetings of the membership.
  2. As a first order of business at any Meeting of the Fellowship members, the President shall call for a vote to determine if a moderator shall be elected to conduct such meeting. If a majority votes for the election of a moderator, nominations shall be made from the floor and a moderator elected by a majority of the vote of the members present and entitled to vote. The moderator's term of office shall expire upon adjournment of such meeting. If a majority does not vote for the election of a moderator, the President shall continue to preside at such meeting.

- 3 The presiding officer may appoint any person to act as secretary of that meeting.
  4. except where contrary to these bylaws, Robert's Rules of Order shall govern the procedure of the meetings.
- F. Voting: Only Members entitled to vote under the provisions of these bylaws shall be permitted to vote. Voting may be done by voice vote or by written ballot at the discretion of the presiding officer, except that all contested elections shall be voted upon by secret written ballot. All elections and all questions shall be decided by a plurality vote except as otherwise provided by the laws of the State of California or these bylaws. There shall be no voting by proxy. Attendance at annual and special meetings of the membership may be limited to Members and Friends of the Fellowship only, as determined by the Board of Trustees. Any such determination shall be specified in the notice of such meeting.
- G. Order of Business: The business at all Annual Meetings of the membership shall include, but not be limited to:
1. Determination of quorum
  2. Appointment of a Parliament
  3. Approval of the Minutes of the Prior Meeting
  4. Reports of President and Treasurer
  5. Election of Officers and Trustees and of Nominating Committee members.
  5. Approval of the annual budget.

## **ARTICLE VI: BOARD OF TRUSTEES**

- A. Powers of the Board: The Board of Trustees (sometimes referred to as “the Board”) shall conduct, manage and control the business of this Fellowship. It shall have the sole power to establish and dissolve committees and/or task forces to carry out the work of the Fellowship. It shall have sole authority to borrow or spend unbudgeted funds of the Fellowship. In addition to the powers and authority expressly conferred upon it by these bylaws, the Board may exercise all such powers and do all such lawful acts as are not by statute or by these bylaws directed or required to be exercised or done by the membership. In that connection, the following matters are expressly reserved to the membership:
1. The Statement of Purpose
  2. The calling or release of any settled Minister and any change in the amount of annual compensation for such position not consistent with the agreement between such Minister and the Fellowship.
  3. The location of any Fellowship edifice and/or other building, and/or other real property of the Fellowship, improved or unimproved, and any purchase, sale, encumbrance, modification, or alteration of such property.
- B. Composition and Terms of Board Members:
1. The Board shall be composed of three officers: a President, a Vice-President and a Treasurer, and four additional Trustees-at-Large, for a total of seven(7) Trustees. Each Trustee must be a Voting Member of the Fellowship and not serving the Fellowship in a paid capacity.
  2. Officers shall be elected for one-year terms and may serve in the same capacity no more than two consecutive terms. Trustees-at-Large shall be elected to two-year terms<sup>2</sup> and may serve no more than two consecutive

terms. Two of the Trustees-at-Large shall be elected in odd numbered years and the other two in even numbered years.

- C. Attendance at Board Meetings: All Members of the Board, both Officers and Trustees-at-Large, are expected to attend all regular and special meetings of the Board except to the extent they are prevented from doing so by good cause. Any member of the Board who fails to attend any three (3) consecutive meetings of the Board shall be presumed to have tendered his or her resignation from the Board and any office, unless good cause for such absences is shown to the satisfaction of the other Board members.
- D. Vacancies on the Board: In the event of any vacancy on the Board of Trustees, such vacancy may be filled by a Member through appointment by the President, with the concurrence of the Board, for the remainder of the term vacated. Until such vacancy is filled, the remaining Board members shall continue to perform the duties required of them, and all actions taken by them pursuant to these bylaws, the Articles of Incorporation, and the Laws of California shall be deemed valid.
- E. Board Meetings: The Board shall hold regular monthly meetings for the transaction of business at such time and places as shall be fixed by the Board. Notice of such meetings shall be given to each of the members of the Board at least seven days before the meeting. Special meetings of the Board may be called by the President or by any two other members of the Board on twenty-four (24) hours' notice by personal or telephone communication or by e-mail to each other member of the Board.
- F. Quorum: A majority of the members of the Board shall constitute a quorum for the transaction of business at a meeting of the Board. Should a quorum not be present at a Board meeting, those present shall adjourn the meeting to a date not later than fifteen (15) days thereafter with new notice thereof being given as provided in this Article VI.
- G. Conduct of Board Meetings:
  - 1. The President, or in the President's absence the Vice President-Finance, shall preside at board meetings.
  - 2. Attendance at all meetings of the Board, both regular and special, shall be open to all Members and Friends of the Fellowship, except to the extent closed by the Board for the consideration of personnel or legal matters.
- H. Voting: All members of the Board present shall be permitted to vote on any matter before the Board. Voting may be done by voice vote or by written secret ballot at the discretion of the presiding officer. All questions shall be decided by a plurality vote unless otherwise provided by State Law. There shall be no voting by proxy.
- I. Order of Business: The presiding officer shall determine the order of business at any given meeting. The presiding officer shall afford time at any regular meeting of the Board for the presentation of suggestions, grievances, or other matters by Fellowship members.

- J. Action by the Board Without a Meeting: Except as otherwise provided by law, the Board shall have power to act without a meeting in the following manner An action in writing, signed by all the members of the Board, either in person or by facsimile, shall be deemed to be action of the Board with the same force and effect as if the same had been duly passed at a duly convened meeting of the Board.
- K. Appeals: Any action of the Board of Trustees may be appealed in the following way: at any regular or special meeting of the Fellowship membership: such appeal shall be in the form of a written petition signed by at least three (3) Board members or by at least ten (10) percent of the Members of the Fellowship entitled to vote. The notice of such a meeting shall be handled as for any other special meeting of the Fellowship and shall be passed only by a two-thirds affirmative vote of the Members of the Fellowship who are present and eligible to vote at such meeting.

## **ARTICLE VII: OFFICERS**

- A. Designation: The executive officers of the Fellowship shall consist of the President, Vice President-Finance and Treasurer. Each of these officers shall also serve as a member of the Board of Trustees.
- B. The President
1. shall be the chief executive officer of the Fellowship; shall represent the Fellowship on all appropriate occasions; shall be the official signatory for the Fellowship including alternate signatory for checks; shall appoint board liaisons to and shall be an ex-officio member of all committees except the Nominating Committee; the Committee on Shared Ministry and any search committees; shall preside at all meetings of the membership (except as provided in Article V, Section E2, above) and of the Board; shall not vote at any meeting of the Board or membership except in the case of a tie vote; and shall perform such other duties as from time to time may be necessary.
  2. With the approval of the Board, shall designate a Secretary, who may, but perform need not be, an officer or Trustee-at-Large of the Fellowship to the duties ordinarily performed by the Secretary of a not-for-profit organization. The Secretary shall keep an accurate record of transactions of all business meetings of the Membership and of the Board; shall post such records and make them public to the Membership; shall be responsible for giving notice of such meetings; and shall perform such other duties as the Board may from time to time assign. If such Secretary is not a member of the Fellowship, the Board may, in its discretion, provide for compensation for such person for the performance of such duties. The Secretary shall serve at the pleasure of the Board.
- C.. The Vice-President-Finance
1.
    - a) shall be responsible for the financial well-being of the Fellowship.
    - b) shall recommend a budget to the Board and to the Membership.
    - c) shall direct and/or coordinate all fundraising for the Fellowship

- including the pledge drive.
  - d) shall coordinate the provision of periodic budget status reports to the Board and to the membership; Such periodic budget status reports shall also be posted or otherwise made public to the Membership at least quarterly.
  - e) shall chair the Finance Committee.
2. The Vice President-Finance shall see that an audit of the UUFLB financial books and records, including the Endowment Fund as well as the general funds of the Fellowship, is conducted at least annually and at such other times as the Board may instruct. The audit either shall be conducted by a member of the Fellowship with accounting knowledge and experience who is not a member of the Board, or an outside bookkeeping or accounting business or individual shall be hired for that purpose.
  - 3 The Vice-President-Finance shall perform the duties of the President in the absence of the President.
- D. Treasurer shall oversee all money and other property of the Fellowship entrusted to the Treasurer's care; shall disburse the same under the direction and to the satisfaction of the Board; shall ensure the complete accounting of all receipts and disbursements; shall furnish periodic statements of pledge status to the membership; and shall serve as a member of the Finance Committee. All Fellowship accounts shall be open for inspection at any time by the members of the Board.
- E. Bond: The Treasurer and/or other officers and employees charged with financial responsibility for assets of the Fellowship (including responsibility for the Endowment Fund and/or Restricted Gifts to the Fellowship) may be bonded in such amount as the Board may deem appropriate. Any expense of such bond shall be borne by the Fellowship.
- F. Records: a person designated by the board, and subject to the instructions of the Board, shall keep custody of the official records contracts and legal documents of the Fellowship. Each of the executive officers shall maintain, in current status, a portfolio of the records, duties, and responsibilities of the particular office, which portfolio shall remain the property of the Fellowship.

**ARTICLE VIII:           NOMINATIONS, ELECTIONS, RECALL**

- A. Nominating Committee: A Nominating Committee of three (3) Fellowship Members shall be elected to one-year terms at the annual meeting of the Fellowship. At least one of the members shall be a member of the Board. In the event of a vacancy on the Nominating Committee the President, with the concurrence of the Board, shall appoint a Member of the Fellowship to fill the vacancy
- B. Duties of the Nominating Committee:

1. Prepare a list of one or more candidates for vacancies arising due to completion of their terms by members of the Board and of the Nominating Committee, for election at the Annual Meeting of the Fellowship.
  2. Prepare a list of one or more candidates for vacancies arising due to resignation or removal prior to completion of their terms by members of the Board and of the Nominating Committee, for appointment by the President subject to approval by the Board. The President shall not be restricted to the persons nominated on such list in making his or her appointments.
  3. Notify each Fellowship member regarding the nominated slate for elective offices, in accordance with Article V, Section C.
  4. Furnish and distribute at the Annual meeting ballots listing the candidates, and including space for candidates who may be nominated from the floor.
- C. Recall: Any member of the Board of Trustees (including officers of the Fellowship) may be recalled from office by a vote of the membership, provided that:
1. The recall vote has been requested by petition of at least twenty percent (20%) of the members eligible to vote;
  2. Notice of the recall vote is contained in the call to the meeting; and
  3. A quorum of at least forty (40%) of the members eligible to vote is present.

## **ARTICLE IX: THE MINISTER**

- A. Responsibility of the Called Minister for Matters Relating to Worship The Called Minister shall be responsible for the conduct of worship within the Fellowship and for the Fellowship's spiritual interests and affairs. The Called Minister, as well as any other person acting as minister to the Fellowship, shall have freedom of the pulpit as well as the freedom to express his or her opinions outside the pulpit.
- B. Calling of the Minister The Called Minister must be in Fellowship with the Unitarian Universalist Association. He or she shall be called by a four-fifths (4/5) majority of those present and eligible to vote at a legal congregational meeting, provided that the call to the meeting contained notice that such a vote was to be taken. The quorum for such a meeting shall be forty percent (40%) of the voting members as called for in Article V.
- C. Called Minister's Agreement The mutually agreed upon agreement between a Called Minister and the Fellowship shall define the relationship between the parties. In case of conflict with these Bylaws, the Agreement shall prevail. A copy of the Agreement shall be kept in the Fellowship office and made available to any member during normal business hours.
- D. Dismissal of the Minister The Called Minister may be dismissed by a simple majority vote of the Members of the Fellowship entitled to vote and present at any meeting legally called for such purpose. The quorum for such a meeting shall be forty percent (40%) of the voting members as called for in Article V. Any minister who is not a Called Minister may be dismissed by the Board in accordance with the terms of the Fellowship's agreement with that minister.

- E. Participation by the Minister in Meetings The Called Minister and any other person retained to act as a minister to the Fellowship shall be welcome to attend and participate in all meetings of the Membership and of the Board, but shall not be entitled to vote at Board meetings.

**ARTICLE X: THE COMMITTEE ON SHARED MINISTRY**

- A. Function of the Committee on Shared Ministry The congregation and its ministers share the responsibility for the Fellowship and its spiritual interests and activities. To facilitate the sharing of this responsibility there shall be a Committee on Shared Ministry. The Committee shall serve as a forum to consider the quality and directions of the congregation's shared ministry. Its functions shall be to facilitate decision-making within the Fellowship about ministry, to consider long-term visions and plans for ministry, to educate the congregation on various aspects of ministry, and to encourage the congregation's active participation and leadership in ministry.
- B. Evaluation of the Minister(s) The Committee on Shared Ministry shall evaluate the Minister(s) annually and shall forward such evaluation, together with salary recommendations to the Board. To the extent a more formal evaluation or report on a minister's performance is requested either by a Minister for purposes of denominational qualification, or by the Board, the Committee on Shared Ministry shall make such evaluation and submit it to the Board.
- C. Membership of the Committee on Shared Ministry  
The Committee on Shared Ministry shall consist of five (5) members, as follows:
1. One member shall be the immediate past President of the Fellowship, who shall serve until replaced by the next past President. In the event the immediate past President of the Fellowship is unable to serve on the Committee on Shared Ministry, the most recent past President who is able to serve shall serve in his or her place.
  2. The other four (4) members shall be selected to serve terms of two years each. Two such members shall be selected each year. The new members shall be selected by a committee consisting of the Minister (or the Called Minister if there is more than one minister), the current President of the Fellowship and the Chair of the Committee on Shared Ministry. Members of the Committee on Shared Ministry shall not be members of the Board.
  3. Members appointed to the Committee shall commence their term on January 1 of the year they are appointed and shall terminate on December 31 of their second year.
- D. Proceedings of the Committee on Shared Ministry The Committee on Shared Ministry shall meet regularly with the minister or ministers of the Fellowship. All proceedings of the committee and communications during committee meetings or between committee members on committee business shall be deemed confidential and shall not be made public except with the consent of all present. The

Committee on Shared Ministry shall not have any power to take action, but may make recommendations to the ministers or to the Board.

**ARTICLE XI: STATEMENTS OF FELLOWSHIP POLICY**

No person or committee shall purport to make any statement on public affairs on behalf of or in the name of the Fellowship except in accordance with the following guidelines:

- A. Affirmations by the Fellowship of UUA Policies:  
Statements of Fellowship positions on public affairs that are affirmations of Statements of Conscience adopted by the General Assembly of the UUA may be issued from time to time by the Board.
  
- B. Other Statements of Fellowship Policies:  
Statements of Fellowship policy on public affairs that go beyond affirmations of Statements of Conscience adopted by the General Assembly of the UUA may be issued from time to time at any regular or special meeting of the Fellowship provided that any such statement has been initiated in the form of a written petition signed by at least ten (10) percent of the Members of the Fellowship entitled to vote, has been noticed in the same manner as provided in Article V of these Bylaws for amendments to these bylaws, and has been passed by an affirmative vote of at least three fourths of the members of the Fellowship who are present and eligible to vote at such meeting.

**ARTICLE XII: FISCAL YEAR**

The fiscal year and other accounting standards of the Fellowship shall be set by the Board.

**ARTICLE XIII: EXECUTION OF INSTRUMENTS**

Checks, drafts and orders upon the funds or credits of the Fellowship, bills, notes, and other obligations for the payment of money by the Fellowship, and all contracts and instruments in writing by the Fellowship, shall be valid and binding upon the Fellowship only when executed by such executive officers as may be designated and authorized by the voting membership, the Board, or as otherwise provided for in these bylaws.

**ARTICLE XIV: SEVERABILITY**

Should any provision of these bylaws or any part thereof be determined to be invalid in any respect by a Court of competent jurisdiction, then any such invalidity shall not affect any other provision or part thereof.

**ARTICLE XV: ENDOWMENT FUND AND RESTRICTED GIFTS**

It is the desire of the Fellowship To encourage, receive and administer such gifts in

amanner consistent with the wishes of the donors and grantors, and in accordance with the policies of the Fellowship. As a result, the Fellowship has established a separate Endowment Fund to be administered and managed, and its monies expended independent of the Annual Operating Budget.

A. Funding:

Funding will be from bequests and gifts from the members and friends of the Fellowship. All bequests and gifts are subject to the approval of the Board of Trustees.

B. Management of the Endowment Fund:

All assets of the Fund shall be kept separate from the operating funds of the Fellowship. The Treasurer of the Fellowship will be responsible for the assets of the Fund to the same degree as other funds. Security of the fund is a primary requirement. The Board shall appoint a committee of three (3) members, one of which shall be the Treasurer. The state of the Fund shall be reported by the Treasurer at the Annual meeting of the Fellowship and at other times upon request of the Board. Investments shall be determined by the Committee in a prudent manner and without Undue delay.

C. Expenditures from the Endowment Fund: Expenditures shall be limited to to the following:

1) Expenditures From the Income Derived From Investments:

- a. Facility improvements, but not including day-to-day operation of the Fellowship.
- b. Contributions to the Unitarian Universalist charity or service authorized by the Board of Trustees.
- c. Expenditures From the Principal: It is the intention of the Fellowship to preserve the principal of the Endowment Fund. Any expenditure must be a long-lasting or permanent benefit to the Fellowship. Any such distribution from the principal requires a 2/3 majority affirmative vote of those voting at a properly convened congregational meeting for which a quorum has been established.
- d. Board Approval of Expenditures: In all cases, the Board must monitor and approve all expenditures from the Fund.

D.. Restricted Gifts: To the extent that bequests or gifts are received by the Fellowship and accepted by the Board which are subject to restrictions that are not consistent with the other provisions of this Article (such as being restricted to a specific use), they shall not be included in the Endowment Fund, and shall be held and administered separately by the Treasurer subject to the control and instructions of the Board consistent with the restrictions and expressed desires of the donor. To the extent that the other provisions of this Article are not inconsistent with such restrictions or expressed desires of the donor, they shall apply.

E.. Bond Coverage: Any bond obtained by the Fellowship covering assets of the Fellowship shall include assets in the Endowment Fund and Restricted Gifts, as provided in Article VII F.

**ARTICLE XVI:**

**DEDICATION AND DISSOLUTION**

- A. Dedication: The property of this non-profit corporation is irrevocably dedicated to charitable, religious, and educational church purposes, and upon abandonment of the owner(s), after providing for the debts and obligations thereof, the remaining assets will not inure to the benefit of any private person but will be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable or religious purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.
- B. Dissolution: In case of dissolution of this Fellowship, or in the event it ceases to be a member of the Unitarian Universalist Association, all its property, real or personal, subject to legally enforceable claims upon it, shall be transferred to the Pacific Southwest District of the Unitarian Universalist Association or its successor, providing that it qualifies under the provisions of the Articles of Incorporation of this Fellowship.
- C. Disputes If there is a dispute over the disposition of assets or property of the Fellowship, it must be presented to the Board of Trustees. If the dispute cannot be resolved in thirty (30) days, then on the basis of a petition by at least ten percent of the voting members of the Fellowship, the matter shall be submitted to the Unitarian Universalist Trustee for the Pacific Southwest District. The said Trustee shall then have the power to make a final and binding decision, after a hearing as he/she may deem appropriate, as to the disposition of property or assets.

**ARTICLE XVII:**

**AMENDMENTS TO THE BYLAWS**

These bylaws, so far as allowed by law, may be amended or repealed at any meeting of the Fellowship by the following procedures:

- A. These bylaws shall be reviewed by a committee appointed by the Board at least every five (5) years and shall make written recommendations and notice of voting on any proposed changes thereto to the membership at least thirty (30) days in advance of the Fellowship meeting at which such recommendations are to be voted upon; such written notice and recommendations shall be made in the same manner as provided for notice of Fellowship meetings in Article V hereof.
- B. Any change proposed by voting members shall be in the form of a written recommendation in petition form, signed by at least one-third of the voting members, and must be delivered to the Board at least sixty (60) days prior to the meeting of the Fellowship at which such recommendations are to be voted upon.
- C. Any proposed change to these bylaws must be passed by a two-thirds affirmative vote of the members who are present at such meeting and eligible to vote, provided that any such proposed change shall have been stated in the notice of the meeting as provided in this Article XVII.

**ARTICLE XVIII: ADOPTION**

WE THE UNDERSIGNED, being all members of the Board of Trustees of this Fellowship as presently constituted, hereby resolve and adopt these amended bylaws of the Fellowship as set forth above.

IN WITNESS WHEREOF, we subscribe our names this \_\_ day of March, 2013.

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**CERTIFICATE OF OFFICER**

I, the undersigned, do hereby certify: That the foregoing bylaws, consisting of fifteen (15) pages, constitute the bylaws of said corporation as revised and approved at a meeting of the membership by an affirmative vote of at least two-thirds (2/3) of the members present and eligible to vote on January 20, 2013.

IN WITNESS WHEREOF, I have hereunto subscribed my name this \_\_\_\_ day of \_\_\_\_\_, 2013.

\_\_\_\_\_  
Officer of the Board of the Unitarian Universalist  
Fellowship of Laguna Beach