



# Bylaws of the Unitarian Universalist Church of Tampa, 2026

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*Mission Statement: We are a faith community that values caring, learning, and acting on our Unitarian Universalist principles.*

### Article 1: Congregation Name and Effective Date

The Articles of Incorporation govern these Bylaws.

As stated in the Articles of Incorporation, the name of the corporation shall be the Unitarian Universalist Church of Tampa (the Church).



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The Church's purpose is as stated in the Articles of Incorporation and further detailed in its Mission, which the Membership must adopt and update from time to time.

Restrictions apply as per State Statutes (Title XXXVI, Chapter 617) for religious organizations. These Bylaws are Effective October 24, 2021.

### Article 2: Definitions

1. **Board of Trustees:** The term "Board of Trustees" or "Board" means the body of individuals ("Trustees" or, as in Florida Statute 617, the Board of Directors) elected by the Members, or as appointed by the board in event of an interim vacancy, to exercise the corporate powers of the Church, except for decisions the Bylaws delegate to the Membership.
2. **Budget:** The term "Budget" refers to the expected annual revenue and expenses of the Church, as approved by the Congregation according to these Bylaws.
3. **Church:** The term "Church" shall mean the Unitarian Universalist Church of Tampa, Inc.
4. **Committees:** Congregational (Committee on Congregational Ministry and Ministerial Search Committee), Standing (permanent), and Ad-Hoc (single task, temporary) "Committees" are groups tasked by the Board of Trustees to conduct certain functions deemed necessary to Church operations.
5. **Congregation:** The term "Congregation" shall mean Members and other human beings who attend Church services or otherwise participate in Church activities.
6. **Corporation:** The term "Corporation" shall mean the Unitarian Universalist Church of Tampa in its entirety.
7. **Member:** The term "Member" shall mean a human being who is at least eighteen years old and who has made a personal commitment to the Church, signed the Membership Book, and makes a financial contribution of record to the Church.
8. **Emeritus Member:** Emeritus membership is an honorary designation for longstanding members with a history of participation in the church. They have become unable to participate as they did in the past because of such factors as advanced age, failing health, residence in health care facilities, or ongoing financial circumstances.
9. **Membership:** The term "Membership" shall mean collectively the Members of the Church.
10. **Membership Book:** The term "Membership Book" shall mean the physical record kept listing the Members of the Church.
11. **Membership Consent:** A confirming vote of the Members at a Membership Meeting where a Quorum is present, as stipulated in these Bylaws.



## Bylaws of the Unitarian Universalist Church of Tampa, 2026

12. **Mission and Vision:** The term “Mission and Vision” shall refer to a set of documents adopted by the Membership describing the purpose and ideals of the Church.
13. **Trustee:** The term “Trustee” shall mean a Member who is elected or appointed to serve on the Board of Trustees.
14. **Unitarian Universalist Association of Congregations (UUA):** The “UUA” shall mean the voluntary association of autonomous, self-governing member congregations who have freely chosen to pursue common goals together.
15. **Workforce:**
  - a. **Unpaid:** Volunteers
  - b. **Paid:** Hires, e.g., employees, staff, contractors, substitutes, consultants

### Article 3: Affiliation, Purpose, and Participation

#### 3.1 Denominational Affiliation

This Church is a member of the Unitarian Universalist Association of Congregations (UUA) and is affiliated with UUA designated regional associations. The Church pledges to cooperate with the UUA and its regional associations in all reasonable programs of the Unitarian Universalist faith.

#### 3.2 Powers and Purpose of the Church

The Church shall devote its resources and exercise its corporate powers for religious, educational, and charitable purposes. The Church shall affirm and promote UUA Principles.

#### 3.3 Nondiscrimination

Participation in Church activities shall be open to any human being without regard to race, color, gender, gender identity, physical condition, sexual orientation, or national origin, and shall not require adherence to any interpretation of religion or to any particular religious belief or creed.

#### 3.4 Protection of Nonprofit Exempt Status

The Membership, the Board, its officer(s), the Minister, Member(s), or employee(s), shall not take any action or allow any activity or use of Congregational property that shall endanger the nonprofit corporate status or the charitable tax-exempt status of the Membership or its property. Nothing in these Bylaws shall be construed to allow



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a violation of this section.

## 3.5 Conduct of Church Meetings

The latest revised edition of *Robert's Rules of Order* shall serve as a resource for all Church meetings.

## Article 4: Church Year

### 4.1 Church Activities Year

The Church Activities Year begins September 1 and ends August 31 of a given year.

### 4.2 Church Fiscal Year

The Church Fiscal Year begins January 1 and ends December 31 of a given year.

## Article 5: Membership, Meetings, and Voting

### 5.1 Becoming a Member

Any human being who is at least eighteen (18) years old may become a Member of the Church by making a personal commitment to the Church and UU principles, signing the Membership Book, and making an annual pledge or a financial contribution of record.

### 5.2 Removal of a Member of the Church

Members may voluntarily remove themselves from Membership at any time by submitting written notice to the Secretary of the Board.

A Member may be removed from Membership by affirmative vote of a two-thirds ( $\frac{2}{3}$ ) majority of all voting Trustees. The Board of Trustees shall maintain policies and procedures for such removal of Members from Membership.

### 5.3 Reinstatement of Membership

A removed Member may appeal the Board of Trustees' decision to the Membership at a Special Membership Meeting or Annual Meeting.



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The Board may reverse a decision to remove a Member by a two-thirds ( $\frac{2}{3}$ ) majority of all voting Trustees.

### 5.4 Membership Meetings

#### 5.4.1 Annual Membership Meeting

The Church shall hold an Annual Membership Meeting each year on the first Sunday of May to elect Trustees to the Board of Trustees and for other Church business as determined by the Board. If meeting becomes unfeasible, the Board may reschedule the Annual Membership Meeting for that year to a different Sunday as close as possible to the first Sunday in May.

#### 5.4.2 Annual Budget Meeting

The Church shall hold an Annual Budget Meeting with the Membership on the first Sunday in December to share the next annual budget proposed by the Finance Committee and the Board of Trustees for the Membership's vote of approval. If meeting becomes unfeasible, the Board may reschedule the Annual Budget Meeting for that year to a different Sunday as close as possible to the first Sunday in December.

#### 5.4.3 Special Membership Meetings:

A Special Membership Meeting may be called at any time by the President, by the Board Secretary when requested in writing by at least ten percent (10%) of the Membership or by affirmative majority vote of the Board of Trustees.

#### 5.4.4 Meeting Notices

Notice of the Annual Membership Meeting, the Annual Budget Meeting, and Special Membership Meetings, including the time and place, shall be made by announcement at regular Sunday services on the two successive Sundays immediately preceding the scheduled meeting. The Board Secretary shall send out written notice at least fourteen (14) days prior to the scheduled meeting to each eligible Member. Written notice may be made by hand delivery, regular U.S. mail, electronic mail, or other written method to the address provided by the Member and on file with the Church in the Membership Directory. Written notice shall include the time and place of the meeting, the business to be conducted, and any other relevant materials including the exact wording of any proposals.



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Only such business as stated in the Notice of Annual Membership Meeting, Notice of Annual Budget Meeting, or Notice of Special Membership Meeting shall be voted upon at these meetings.

### 5.4.5 Voting Eligibility

All Members are entitled to vote on matters brought before the Membership at the Annual Membership Meeting, Annual Budget Meeting, and Special Membership Meetings.

For the purpose of voting on a matter brought before the Membership, the Pledge Secretary shall certify the Membership to the Board Secretary eighteen (18) days prior to the date of the meeting at which the vote is to take place.

### 5.4.6 Voting Methods

Voting on any matter before the Membership, other than election of Trustees, may be conducted by voice, by show of hands, or by written or electronic ballot, and shall be decided by majority vote of a quorum of Members at the Annual, Budget, or Special Membership Meeting unless specified otherwise in these bylaws.

Election of Trustees shall be by written ballot cast at the Annual Membership Meeting.

The Board of Trustees shall adopt a policy establishing the ballot form to be used in Trustee elections.

### 5.4.7 Quorum

A quorum shall consist of twenty percent (20%) of the Membership as received by the Board Secretary prior to the date of the Annual, Budget, or Special Membership Meeting.



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### 5.4.8 Place of Membership Meetings

Annual, Budget, and Special Membership Meetings shall be held in the Church sanctuary and/or at any other location available and accessible to Members as determined by the Board of Trustees and included in the meeting notice.

### 5.4.9 Procedure for Conducting Annual, Budget, and Special Membership Meetings

The Board of Trustees shall adopt a policy establishing procedural rules by which the Annual, Budget, and Special Membership Meetings shall be conducted.

In the absence of a policy adopted by the Board of Trustees, the Annual, Budget, and Special Membership Meetings shall be conducted pursuant to the most recently revised *Robert's Rules of Order*.

The Board of Trustees shall publish minutes to be made available to the Membership that reflect actions taken at Annual, Budget, and Special Membership Meetings.

## Article 6: Board of Trustees and Board Meetings

The Corporate Powers of the Church are vested in the Board of Trustees. The Board is responsible for overseeing the functioning of the Church and management of Church property. The Board of Trustees may delegate its duties but shall retain ultimate authority and responsibility.

### 6.1 Structure of the Board of Trustees

The Board of Trustees shall consist of up to nine (9) voting Trustees, to include the four (4) officers of the Church--President, Vice President, Secretary, and Treasurer--and at-large Trustees. Only a Church Member may be a Trustee. Church Members who are also employed as staff shall not be eligible to serve as Trustees. The Minister serves as an ex-officio, non-voting Trustee.

### 6.2 Terms of the Board of Trustees



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Trustees may serve up to two (2) consecutive three-year terms, after which they are ineligible for re-election during the following year.

### 6.3 Board of Trustees Meetings

#### 6.3.1 Board of Trustees Meeting Schedule

The Board of Trustees shall hold regularly-scheduled monthly Board Meetings. Additional Board Meetings may be called by the President or upon two Trustees' written request to the Board Secretary.

#### 6.3.2 Board of Trustees Meeting Notice

The Board of Trustees shall provide notice of regularly-scheduled monthly Board Meetings to the Membership.

#### 6.3.3 Procedure for Conducting Board Meetings

The Board of Trustees shall adopt a policy establishing procedural rules by which their Meetings shall be conducted. In the absence of a bylaw or policy adopted by the Board of Trustees, Board Meetings shall be conducted pursuant to the most recently revised *Robert's Rules of Order*.

Regularly-scheduled Board Meetings must be open to the Membership. Exceptions may include but not be limited to Trustees' training sessions, working groups, and executive sessions necessary for safety or confidentiality.

The Board shall publish minutes from regularly-scheduled meetings reflecting its actions and recommendations. Minutes shall be made available to the Membership within a reasonable period after the Board Meeting.

#### 6.3.4 Attendance and Determination of a Quorum

Trustees shall be considered present at a meeting if they appear in person or if they have the ability to communicate freely with minimal delay among those Trustees present at a meeting. A Quorum for any meeting of the Board of Trustees shall consist of a majority of all voting Trustees.



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### 6.4 Election and Appointment of Trustees

Vacancies on the Board of Trustees shall be filled annually at a Membership Meeting as set forth in these Bylaws. The Board may fill a vacancy by appointing an interim Trustee to serve until the vacancy is filled through an election by the Membership.

### 6.5 Removal and Reinstatement of Trustees

A Trustee may be removed from or reinstated to the Board by a two-thirds (2/3) majority vote of the Membership present at a Special Membership Meeting called solely to consider such actions.

The Board of Trustees shall determine which Church records the removed Trustee will no longer be able to possess or access.

### 6.6 Election of Officers of the Board

Trustees must select from among themselves the Church officers: President, Vice-President, Secretary, and Treasurer. Selection may occur whenever at least one new Trustee is elected and shall occur for any vacant office.

### 6.7 Duties of the Officers of the Board of Trustees

Officers shall perform the duties normally associated with their respective offices. (Refer to Position Descriptions in Policy and Procedure Handbook). Officers' duties are defined, but not limited by, any policy regarding Officer and committee responsibilities approved by the Board.

### 6.8 Removal of Officers of the Board

Any Officer of the Board of Trustees may be removed from office by a two-thirds ( $\frac{2}{3}$ ) majority of the entire voting Board of Trustees.

### 6.9 Membership Consent

At its discretion, the Board may require Membership Consent for any action it takes.

### 6.10 Limitations on Powers

#### 6.10.1 Budget Reallocation



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The Board shall not enter into a contract or obligation involving the unbudgeted expenditure of an amount in excess of two and one half percent (2.5%) of the annual Budget without Membership Consent..

### 6.10.2 Unbudgeted Items

Exceptions can be made to enter into a contract or obligation to pay for unbudgeted expenses exceeding the two and one half percent (2.5%) limit if such expenses are judged urgent by and approved by a majority of the Board of Trustees. Exceptions might include but not necessarily be limited to reducing risks to health or safety, meeting the Church's legal or fiscal responsibilities, maintaining the ongoing function of the Church, or avoiding delays that might significantly increase expenses.

### 6.10.3 Limitations on Conveyance or Mortgaging of Real Estate

The Board of Trustees must not authorize conveyance or mortgaging of real estate without Membership Consent.

## 6.11 Emergency Powers

An emergency exists when the Board of Trustees or the Membership perceives an immediate threat to the well-being of the Membership or Church property.

When it is not possible to assemble a quorum of the Board or the Membership, then a Board Officer (the President, or if the President cannot be found, the Vice President, Secretary, or Treasurer, in that order) can take any legal action necessary to protect Members or property, subject to approval by two-thirds ( $\frac{2}{3}$ ) majority of the Board or of a quorum of Members, as the case may be, when it becomes possible to assemble. If emergency powers are used, the Board must notify the Membership of their action at the first possible opportunity.

### 6.11.1 Excluding Access to Premises

The Board of Trustees may choose to exclude any individual's access to the premises.



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## Article 7 – Committees (Congregational, Standing, and Ad-Hoc)

Except for Congregational Committees (Committee on Congregational Ministry and Ministerial Search Committee), the Board of Trustees shall determine such Standing and Ad-Hoc Committees as may be necessary or desirable to carry out the Mission and Vision of the Church.

### 7.1 Congregational Committees' Composition

The Membership shall directly elect some or all members of Congregational Committees. These Committees operate independently of the Board and report directly to the Membership.

#### 7.1.1 Committee on Congregational Ministry

The purposes of the Committee on Congregational Ministry are to ensure that the Church's ministries are serving its Mission and Vision; to strengthen the quality of ministry within the Membership; to advise regarding roles within the ministry, both lay and professional; and to provide ministerial advisement, conflict engagement and resolution, and congregational assessment. The Committee may also serve such roles as defined by the Minister and/or the Board.

The Committee on Congregational Ministry shall consist of the Minister and four (4) Members, who are not Trustees, staff members, or Standing Committee Chairs, serving staggered 2-year terms.

The Minister, with the Board's approval, or in the absence of a minister, the Board, shall select one Committee member annually. The Congregation shall elect one Committee member every May at the Annual Membership Meeting or at a Special Membership Meeting called for that purpose. In case of a vacancy, Committee members may select an individual to serve until such a meeting is held.

### 7.2 Ministerial Search Committee for Settled Ministry

#### 7.2.1 Guidelines



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The Ministerial Search Committee (MSC) shall follow the guidelines in the current *UUA Settlement Handbook*, unless specified otherwise below or elsewhere in these Bylaws.

### 7.2.2 Membership of Ministerial Search Committee

An MSC of five to seven (5–7) members shall be established by the Membership to identify and screen candidates and to recommend one for settled ministry at a Special Membership Meeting. Staff members and Trustees shall not be eligible to serve on the MSC.

### 7.2.3 Establishment of Procedures

The MSC shall establish its procedures consistent with the Church's Bylaws, Policies, and Procedures.

### 7.2.4 Consultation with the Board

A preliminary Letter of Agreement setting forth the new Minister's compensation, benefits, and privileges, as well as the Church and the Minister's mutual obligations, shall be drafted by the Board in consultation with the MSC.

### 7.2.5 Disbandment

Disbandment of the MSC shall occur on the Membership's calling of a settled Minister.

## 7.3 Standing and Ad Hoc Committees

The Board must retain Standing Committees, which are considered essential to preserve and maintain the Church and promulgate its values.

The Board will formalize and publicize an annual list of committees for the coming Fiscal Year.

The Board shall appoint Standing and Ad Hoc Committee Chairs, and Chairs shall recruit at least one more Committee Member. No more than one-third ( $\frac{1}{3}$ ), if any, of the members on these committees shall be filled by individual Board Members. (Refer to Policies and Procedures for details of committees' responsibilities.)



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## Article 8: Workforce

### 8.1 General Considerations

The workforce shall consist of employees and volunteers. Workforce members and their work are at all times subject to change according to UUCT Policy and Procedures. Other Articles in these Bylaws concerning the Trustees, Minister, Committees, or any other entities referred to in this Article shall take precedence.

### 8.2 Delegation and Approval

The Board of Trustees may delegate the employee hiring process, but ultimately the candidate chosen and terms of employment, contract changes, or terminations shall be decided by majority vote of the Trustees after consultation with the current Minister, if in place, and/or with the Membership's approval if required.

## Article 9 – Minister: Called and Contracted

### 9.1 Qualifications

The Minister may be in fellowship with the Unitarian Universalist Association (UUA) or recognized by the Association as actively seeking such fellowship.

If considered, a non-UUA minister shall be a contract minister and must be voted upon by at least three-quarters (3/4) majority of the Membership at a special Membership Meeting.

### 9.2 Collaboration of Minister and Congregation

The Minister shall work in collaboration with the Membership and share responsibility for the religious services of the Church.



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### 9.3 Freedom of the Pulpit

The Minister shall be free at all times to express an opinion on any subject consistent with Sections 3.3 and 3.4 of these Bylaws.

### 9.4 Settled Minister

#### 9.4.1 Calling the Settled Minister

A Settled Minister shall be called by the Congregation for an indefinite period of time, following recommendations of the Ministerial Search Committee (MSC) and the Board of Trustees.

#### 9.4.2 Letter of Agreement

The Board of Trustees shall act as an agent for the Membership in negotiating a Letter of Agreement with the Minister.

#### 9.4.3 Action Following Ministerial Letter of Agreement

After a Ministerial Letter of Agreement has been mutually agreed upon, it shall be shared with the Membership prior to calling a Special Membership Meeting. Calling a Settled Minister shall require the consent, by written ballot, of 85% of Members attending a Special Membership Meeting.

#### 9.4.4 Dismissal of a Settled Minister

The settled Minister may be dismissed by written ballot of 51% of the Members attending a Special Membership Meeting called for that purpose.

### 9.5 Contract - Transitional Minister

The Board is responsible for the hiring and/or termination of all contract Ministers including, but not limited to, consulting, interim, and developmental ministers. Ministers may be recommended by a Search Committee chosen by the Board for that purpose.



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### 9.6 Duties of the Minister

The Minister shall be the religious leader of the Church and shall perform such duties as are stated in these Bylaws and mutually agreed upon in the Contract or Letter of Agreement.

### 9.7 Contract

No Letter of Agreement or Ministerial Contract shall conflict with the Bylaws in effect at the time the letter or contract is executed. In the event of any conflict, such Bylaws shall control. Otherwise, the contract shall denote the employment relationship between the Congregation and the Minister(s). Bylaw amendments thereafter shall not modify the contract unless the Minister(s) consent to such modification. All contract details can be renegotiated at any time by mutual consent of the Board and the Minister(s). Two (2) weeks prior to approval, renewal, or modification of the negotiated minister's contract by the Board, the contract shall be made available for comment by the Membership to provide feedback to the Board.

## Article 10 – Finance/Execution of Corporate Instruments and Voting of Stocks and Memberships Held by the Church

### 10.1 Church Expenses

No person or committee shall have the power to incur expenses on behalf of the Church without authority of the Board of Trustees or Membership Consent.

### 10.2 Property Rights

No Church Members shall have a vested right or interest in any of the Church's assets, functions, affairs, or franchises that are transferable or inheritable or that shall continue after their membership ceases, with the exception of loans that Members may make to the Church.

### 10.3 Execution of Corporate Instruments

#### 10.3.1 Signatory Assignment

The Board of Trustees may determine the method and designate the signatory Officer or Officers to execute any corporate instrument or document, or to sign



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the corporate name without limitation, except when otherwise provided by law. Such execution or signature shall be binding upon the corporation.

### 10.3.2 Signatory Authority

Unless specifically determined by the Board or otherwise required by law, formal contracts of the Corporation, promissory notes, deeds of trust, mortgages, and other evidences of indebtedness of the Corporation, and other Corporate instruments or documents and certificates of shares of stock owned by the Corporation, shall be executed, signed, or endorsed by the President or Vice President of the Board and one other Officer of the Board.

### 10.3.3 Church Account Oversight

The Treasurer and one other Officer will, working with the bank (or other depositories of funds), ensure that only authorized individuals or businesses have access to Church funds. Payments to and from church accounts shall be approved by two authorized Officers of the Board.

## 10.4 Voting of Stocks Owned by Corporation

All purchases or sales of stock of other corporations or memberships in other corporations owned or held by the Corporation for itself, or for other parties in any capacity, shall be voted upon by the Board of Trustees.

## 10.5 Corporate Seal

The corporate seal shall be kept at the principal office of the Church. Failure to affix the seal to any corporate instrument, however, shall not affect the validity of that instrument.

## 10.6 Donations

Any form of donation to the Church can be refused by the Board of Trustees. Once a donation has been accepted, it becomes an asset of the Church.

## 10.7 Assets: Property and Funds are unrestricted or restricted in their use.

10.7.1 An Unrestricted Asset has no limitation placed upon its use.

10.7.2 A Restricted Asset has a limitation designated by the donor regarding how or for what the donated assets and/or income from the assets are to be



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used.

Every attempt shall be made to handle Restricted Funds according to the Board/donor's stipulations. Should the Board find that the Church is unable to pursue a Restricted Fund's purpose, that Fund shall be managed so as to retain as much of the original spirit and intent of the restriction as possible.

Restricted Assets can include but are not limited to the Church Endowment, scholarship funds, promissory note funds, and funds set aside for buildings or Church programs.

### Article 11 - Church Rules and their Amendment

11.1. Church Rules consist of the Articles of Incorporation, Bylaws, Policies, and Procedures, with each having authority over those that follow in this list.

11.2 Amendments to the Bylaws shall be approved by vote at a Regular or Special Membership Meeting consistent with these Bylaws and shall require a two-thirds majority, as noted in the Articles of Incorporation and Florida State Law.

11.3 Other matters voted upon and approved at a Regular or Special Membership Meetings serve as guidelines subject to consistency with the Articles, Bylaws, and Policies of the Church, or if so decided, their amendment.

11.4 Amendments to Policy shall be approved by a majority vote of the Board of Trustees.

11.5 Amendments to Procedures shall be submitted to the Board of Trustees who may choose to rule upon them.

### Article 12 – Dissolution

In case of dissolution of the Church, all its property, real and personal, subject to all just legal claims against it, shall vest in the Unitarian Universalist Association to be held in trust for the benefit of a future Unitarian Universalist Church in this vicinity.



# Bylaws of the Unitarian Universalist Church of Tampa, 2026

## Article 13 – Annulment

The Bylaws in force prior to the adoption of these Bylaws are hereby annulled.

**AMENDED AND RE-STATED BY-LAWS**

## **UNITARIAN UNIVERSALIST CHURCH OF TAMPA, INC.**

**TAMPA, FLORIDA**

**December 10, 1989**

**Amended July 16, 1995**

**Amended and Adopted December 17, 2000**

**Amended and Adopted December 8, 2002**

**Amended and Adopted May 6, 2007, Effective July 1, 2007**

**Amended and Adopted December 14, 2008**

**Amended and Adopted May 1, 2011**

**Amended and Adopted October 24, 2021**

**Amended and Adopted July 5, 2026**

### **Secretary's Certificate**

*I certify that I am the presently elected and acting Secretary of the Unitarian Universalist Church of Tampa, Inc. and that the Bylaws set forth above, consisting of 19 pages were duly adopted by the Members of the Church on July 5th, 2026, and that they have not been amended or modified since that date.*

Name: \_\_\_\_\_

Date: \_\_\_\_\_, 20\_\_