

2010 UUCLV Bylaws Motions as of 3/13/2010

(Note that only the sections for which changes are proposed are shown)

CHANGES AFFECTING THE MINISTER.

Summary: The major thrust is to base more of the minister's role upon the contract to allow more flexibility (10.2 & 10.3) Moving the portion of 10.2 that relates to calling a minister to 10.1 increases clarity and better flow. Removing the requirement that UUCLV can only call a minister in fellowship with the UUA ties the hands of future congregations and is not required by the UUA. Perhaps in future years UUCLV will never exercise that option and will always choose to utilize the UUA's settlement office, but they will not be forced to so.

Motion 1. Moved that UUCLV's bylaws sections relating to the Minister be amended as follows:.

- a) In section 10.1 change the caption from "**The Search Process**" to "**Calling a Minister**";
- b) In the first sentence of 10.1 after the word 'Search', and in the second sentence of 10.1 after the word 'This' replace the word "**Committee**" with "**Task Group**" (for consistency of terminology);
- c) In the first sentence of 10.1, after the word 'shall', insert "**be formed when the congregation decides to seek a settled minister. Members of this task group shall be members of the church and**";
- d) Delete the last sentence of 10.1; *[Please note that item 'd' will not apply to any of the current applicants to be our settled minister. It would only apply to future searches. However, the other parts of Motion 1, if passed, will apply to any of the current applicants we call.]*
- e) In 10.1, insert as a second paragraph the following "**Calling a Minister requires the recommendation of the Ministerial Search Task Group and election by a two-thirds vote of those present and voting at a Special Meeting of the Congregation called for that purpose. The quorum for such Special Meeting to call a Minister shall be forty percent (40) of the membership.**" (most of this is being moved from 10.2);
- f) In 10.2, delete the words "**Calling or**" from the caption;
- g) In 10.2, replace "**The Minister shall be called upon the recommendation of the Ministerial Search Committee by**" with "**Dismissing a Minister requires**".
- h) At the end of 10.2. add the sentence "**Alternatively, the Minister may be terminated in accordance with provisions in the contract.**"
- i) Delete the present 10.3.
- j) In 10.4, replace the "**He/she**" at the beginning of the 2nd sentence with the words "**Additional duties of the Minister and terms of engagement shall be contained in a contract agreed to by the minister and UUCLV. The Minister**".
- k) In 10.4, at the beginning of the last sentence, replace the phrase "**The Minister shall be a non-voting member of such committees as the Board may designate and shall, as principal administrative officer,**" with the the words "**The Minister will not be a member of the Nominating Committee. The Minister will be a non-voting member of the Board and of all other committees. The Minister**".

Current (Deletions shown by strikethrough)	Proposed (Additions shown by <u>underline</u>)
<p>ARTICLE 10. THE MINISTER</p> <p>10.1 The Search Process.{1a} A Ministerial Search Committee{1b} shall be elected by the Congregation from a slate of candidates presented by the Nominating Committee. This Committee{1b} shall function in accordance with the procedures suggested by the Department of Ministry of the UUA. Any person recommended to the Congregation to be Minister shall be a member in the Fellowship of said UUA.{1d}</p>	<p>ARTICLE 10. THE MINISTER</p> <p>10.1 <u>Calling a Minister.</u>{1a} A Ministerial Search <u>Task Group</u>{1b} shall <u>be formed when the congregation decides to seek a settled minister.</u> <u>Members of this task group shall be members of the Church and</u>{1c} be elected by the Congregation from a slate of candidates presented by the Nominating Committee. This <u>Task Group</u>{1b} shall function in accordance with the procedures suggested by the Department of Ministry of the UUA.</p> <p><u>Calling a Minister requires the recommendation of the Ministerial Search Task Group and election by a two-thirds vote of those present and voting at a Special Meeting of the Congregation called for that purpose. The quorum for such Special Meeting to call a Minister shall be forty percent (40) of the membership</u>{1e}. [mostly moved from 10.2]</p>
<p>10.2 Calling or{1f} Dismissing a Minister. The Minister shall be called upon the recommendation of the Ministerial Search Committee by{1g} a two-thirds vote of those present and voting at a Special Meeting called for that purpose. The quorum for such Special Meeting to call or dismiss a Minister shall be forty percent (40) of the membership. [<i>part moved to 10.1</i>]</p>	<p>10.2 Dismissing a Minister. <u>Dismissing a Minister requires</u>{1g} a two-thirds vote of those present and voting at a Special Meeting of the Congregation called for that purpose. The quorum for such Special Meeting to dismiss a Minister shall be forty percent (40) of the membership. <u>Alternatively, the Minister may be terminated in accordance with provisions in the contract.</u>{1h}</p>
<p>10.3 Tenure. The Minister shall be tenured upon his or her acceptance of the terms as voted by the membership. In the event of resignation or dismissal, the Minister shall continue his/her duties for ninety (90) days after written notice is received by the President or after a membership decision for dismissal, unless mutually agreed otherwise.{1i}</p>	<p>[Covered by contract. See 10.2]</p>
<p>10.4 Duties of the Minister. The Minister shall have the primary responsibility for overseeing the conduct of worship within the Church and the Church's spiritual interests and affairs. He/ she{1j} shall have freedom of the pulpit as well as</p>	<p>10.4 Duties of the Minister. The Minister shall have the primary responsibility for conduct of worship within the Church and the spiritual interests and affairs of the Congregation. <u>Additional duties of the Minister and terms of</u></p>

freedom to express his or her opinion outside the pulpit. ~~The Minister shall be a non-voting member of such committees as the Board may designate and shall, as principal administrative officer, {1k} carry out the policies established by the Board and the Congregation.~~

engagement shall be contained in a contract agreed to by the minister and UUCLV. The Minister {1j} shall have freedom of the pulpit as well as freedom to express his/her opinion outside the pulpit. The Minister will not be a member of the Nominating Committee. The Minister will be a non-voting member of the Board and of all other committees. The Minister {1k} shall carry out the policies established by the Board and the Congregation.

CHANGES AFFECTING TO THE BOARD.

Summary: The intent of most of these proposed changes is to provide more flexibility and efficiency in the operation of UUCLV.

The part about the Board having personnel responsibilities is not a change from the present situation. It simply moves a clause from the description of the Personnel Committee's responsibilities (where it created confusion) to its more logical location - the description of the Board's responsibilities.

Allowing the Board to delegate authority to committees and Program Council can make day to day operations simpler and allow the Board to focus on its main responsibilities. But it need to retain oversight of delegated functions because they ultimately are the Board's responsibilities.

Eliminating the position of Board Liaison simplifies reporting structure, acknowledges the increased role of Program Council in reporting what committees are doing and eliminate much confusion. Under our present bylaws some Board members are appointed as voting members to certain committee, Board members are appointed to other specified committees as non-voting members as liaison. The differences between the duties of those three statuses are confusion to committees and to trustees.

UUCLV's bylaws presently do not permit forming an Executive Committee of the Board, nor do they permit "electronic meetings". When emergencies arise and a special meeting of the Board has to be called, at least 5 members must be present in order to act. We found out this summer that vacation and business travel sometimes do not allow 5 members to meet. The proposed change will allow the Board to conduct business by telephone conference call.

Reducing the length of officers' terms from 2 years to 1 year is recommended for several reasons:

- The shorter term will make it easier to find people willing to serve as officers
- The widespread assumption at UUCLV that someone who serves as VP has a "duty" to follow up by being President expect a great deal from a volunteer - to give 4 years of their life to a very demanding job and endure almost constant criticism, it too much to expect. Especially if the person has already served 2 years as an At-large trustee.

- Burn out. You can put up with all sorts of stuff if you know you only have to stick it out for a year. But we have had officers quit because two years of the abuse they were receiving seemed to much. Some Presidents have completed their term, but been so bitter that they immediately quit the church.
- 'Continuity' is often given as the reason officers' terms should be 2 years. But the At-large trustees serve staggered two-year terms, so that provides considerable continuity. Plus, officers will often have served on the Board as At-large trustees or in other offices (e.g. being VP before being President [Most of the changes regarding term length are implemented by motion 2, but part are addressed in motion 3.]

There have been a number of times when a committee chair has been elected, but because of health reasons, family needs, job requirements, etc. they have not been able to function as chairs. In most such cases, the person acknowledges the problem and voluntarily resigns. But if they are not willing to do that, the only way to remove a chair that was elected by the congregation is to hold a special meeting of the congregation to remove them. That is very cumbersome, embarrassing for the chair, and divisive. Presently the Board can remove its own members for cause. If chairs are to have more authority, it seems reasonable to also expect accountability.

The item about minutes of congregational meetings is a recommendation from *Robert's Rules*. If you wait till the subsequent congregational meeting to approve minutes, people no longer remember what was or wasn't said and are not able to make "additions and corrections". Also, there is no official documentation of what was or was not approved at a congregational meeting until its minutes are approved, so presently we can go many months without minutes that can be relied on as to what was or was not decided at a congregational meeting.

Motion 2. Moved that UUCLV's bylaws sections relating to the Board be amended as follows:

- At the end of the first paragraph of Sec. 7.1 add the sentence "**The Board of Trustees shall have responsibility for personnel matters regarding the Minister.**"
- At the beginning of the second paragraph of Sec. 7.1 add the sentence "**The Board may delegate its authority to other church entities or individuals. "**
- At the end of the second paragraph of Sec. 7.1 remove the sentence "**Members of the Board shall be a liaison to one or more of the Church committees and shall report to the Board on the activity of those committees.**" and add the sentence "**The Board may remove a committee chair for cause by a 2/3 vote of those present and voting.**"
- At the end of Sec. 7.4 add the sentence "**Meetings of the Board may be held via telephone conference call if necessary.**"
- Add a new "**Sec. 5.7 Minutes Minutes of Congregational Meetings may be approved by the Board or by a task group appointed by the Board for that purpose.**"

Current (Deletions shown by strikethrough)	Proposed (Additions shown by <u>underline</u>)
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<p>ARTICLE 7. BOARD OF TRUSTEES 7.1 Duties and Responsibilities. The Board of Trustees shall constitute the governing body of the Church. The Board of Trustees, on behalf of the Congregation, shall have general charge of the property of the Church, the conduct of its business affairs and the control of the administration of the Church, consistent with these bylaws.</p> <p>The Board shall establish such policies and appoint such persons and committees as necessary to implement the decisions and policies of the membership. The Board shall have responsibility for the Personnel Committee, which oversees employee policies and relations for the employed staff other than the Minister. Members of the Board shall be a liaison to one or more of the Church committees and shall report to the Board on the activity of those committees.{2c}</p>	<p>ARTICLE 7. BOARD OF TRUSTEES 7.1 Duties and Responsibilities. The Board of Trustees shall constitute the governing body of the Church. The Board of Trustees, on behalf of the Congregation, shall have general charge of the property of the Church, the conduct of its business affairs and the control of the administration of the Church, consistent with these bylaws. <u>The Board of Trustees shall have responsibility for personnel matters regarding the minister.</u>{2a} <i>[Moved from 9.18]</i></p> <p><u>The Board may delegate its authority to other church entities or individuals.</u>{2b} The Board shall establish such policies and appoint such persons and committees as necessary to implement the decisions and policies of the membership. The Board shall have responsibility for the Personnel Committee, which oversees employee policies and relations for the employed staff other than the Minister. <u>The Board may remove a committee chair for cause by a 2/3 vote of those present and voting.</u>{2c}</p>
<p>7.4 Meetings. The Board of Trustees shall meet monthly or on call of the President or two or more members of the Board. A simple majority of voting Trustees shall constitute a quorum. Board meetings are open to all members of the Church except for closed sessions to discuss personnel or contract matters.</p>	<p>7.4 Meetings. The Board of Trustees shall meet monthly or on call of the President or two or more members of the Board. A simple majority of voting Trustees shall constitute a quorum. Board meetings are open to all members of the Church except for closed sessions to discuss personnel or contract matters.</p> <p><u>Meetings of the Board may be held via telephone conference call if necessary.</u>{2d}</p>
<p><i>[Note: 5.7 will be added as a new section]</i></p>	<p>5.7 Minutes. <u>Minutes of Congregational Meetings may be approved by the Board or by a task group appointed by the Board for that purpose.</u>{2e}</p>

CHANGES AFFECTING THE TREASURER.

Summary: At present, when the Nominating Committee offers to nominate someone as treasurer, that person can decide whether or not they want to be both treasurer and a member of the Board --- or only be treasurer. If they chose to only be treasurer, the Nominating Committee picks an additional person to serve as At-large trustee. The disadvantage, is that if someone else is nominated from the floor and is

elected --- or if the initial nominee changes his or her mind and drops out, the person who actually gets the treasurer job does not have a choice whether or not to be on the Board. That choice was made by the original nominee, and the number of trustee candidates has been adjusted in accordance with that decision. It doesn't make sense to keep the present system. The proposed solution is to remove the option, change the term from two years to one year, and make the position appointive rather than elective. This makes sense because the treasurer already performs his or her duties "under the direction and to the satisfaction of the Board".

Motion 3. Moved that UUCLV's bylaws sections relating to the Treasurer be amended as follows:

- a) In clause 'a' of 7.2, replace the words **"Officers of the Church except that, with the approval of the Nominating Committee, the Treasurer may serve as a non-Board member with no right to vote. In such event, the Nominating Committee shall select an additional At-Large Board member to fill the Board position;"** with the words **"the President, Vice-President and Clerk; and"**.
- b) At the beginning of clause 'b' of 7.2, replace the word **"five"** with the word **"six"**.
- c) Delete the last sentence of 7.2.
- d) In 7.3, at the end of the first sentence, delete **", except that the treasurer shall take office at the beginning of the next fiscal year"**.
- e) In the second sentence of 7.3, replace the word **"four"** with **"three"**.
- f) in the last sentence of 7.3, replace the phrase **"The President, Vice-President and three"** with the word **"Three"** and replace **"Clerk, Treasurer, and the additional"** with the word **"three"**.
- g) at the end of 8.3, add a new paragraph **"The treasurer will be appointed by the Board for a one year term. An At-Large trustee may be appointed as Treasurer."**

Current (Deletions shown by <u>strikethrough</u>)	Proposed (Additions shown by <u>underline</u>)
<p>7.2 Board Membership. The Board of Trustees shall be members of the Church who are at least eighteen years of age and shall consist of (a) the Officers of the Church except that, with the approval of the Nominating Committee, the Treasurer may serve as a non-Board member with no right to vote. In such event, the Nominating Committee shall select an additional At-Large Board member to fill the Board position;<u>{3a}</u> (b) five<u>{3b}</u> members At-Large representing the Congregation. The Minister and the Director of Religious Education are non-voting members of the Board.<u>{3c}</u></p>	<p>7.2 Board Membership. The Board of Trustees shall be members of the Church who are at least eighteen years of age and shall consist of (a) <u>the President, Vice-President and Clerk; and</u><u>{3a}</u> (b) <u>six</u><u>{3b}</u> Members-At-Large representing the Congregation. <i>[see 10.4 minister.]</i></p>
<p>7.3 Term of Office. The members of the Board of Trustees shall be elected by the members of the Congregation at the Annual Meeting for a</p>	<p>7.3 Term of Office. <u>Terms of officers shall be for one year. Terms of At-large trustees shall be for two years.</u> They shall be elected by the</p>

term of ~~two~~{1} years, and shall assume their duties immediately after the Annual Meeting, ~~except that the treasurer shall take office at the beginning of the next fiscal year.~~{3d} Officers and Board members may not serve more than two consecutive full terms in the same office, or for more than ~~four~~{3e} consecutive full terms on the Board. ~~The President, Vice President and three~~{3f} At-Large Trustees shall be elected in odd-numbered years; the ~~Clerk, Treasurer, and the additional~~{3f} At-Large Trustees shall be elected in even-numbered years.

members of the Congregation at the Annual Meeting. ~~Three~~{3f} At-Large Trustees shall be elected in odd-numbered years and ~~three~~{3f} At-Large Trustees shall be elected in even-numbered years. All shall assume their duties immediately after the Annual Meeting.

Officers and Board members may not serve more than two consecutive full terms in the same office, or for more than ~~three~~{3e} consecutive full terms on the Board.

[Note: These changes can only take effect at the ends of the present terms. If passed, the Clerk's term will become 1 yr. for the person elected June of 2010. For Pres. & VP they will take effect for the Pres. & VP elected June 2011.]

8.3 Treasurer. The Treasurer shall receive and safely keep all monies and other assets of the Church entrusted to his/her care and shall disburse the same under the direction and to the satisfaction of the Board. The Treasurer shall keep a complete accounting of all finances, the record of which is the property of the Church and which shall be open for inspection at any time by the Board and for at least annual independent financial review. Church funds shall be deposited only in banks or financial institutions selected and approved for the purpose by the Board.

8.3 Treasurer. The Treasurer shall receive and safely keep all monies and other assets of the Church entrusted to his/her care and shall disburse the same under the direction and to the satisfaction of the Board. The Treasurer shall keep a complete accounting of all finances, the record of which is the property of the Church and which shall be open for inspection at any time by the Board and for at least annual independent financial review. Church funds shall be deposited only in banks or financial institutions selected and approved for the purpose by the Board.

The treasurer shall present a current statement at each regular meeting of the Board and of the Congregation and shall issue annually to the Congregation a balance sheet and a statement of income and expenditures for the preceding fiscal year. The Treasurer shall be a voting member of the Finance Committee and shall report to the Board on the activities of the Finance Committee. With the advice and consent of the Board of Trustees, the Treasurer may appoint an Assistant Treasurer. The Treasurer and Assistant Treasurer shall be bonded.

The treasurer shall present a current statement at each regular meeting of the Board and of the Congregation and shall issue annually to the Congregation a balance sheet and a statement of income and expenditures for the preceding fiscal year. The Treasurer shall be a voting member of the Finance Committee and shall report to the Board on the activities of the Finance Committee. With the advice and consent of the Board of Trustees, the Treasurer may appoint an Assistant Treasurer. The Treasurer and Assistant Treasurer shall be bonded.

The treasurer will be appointed by the Board for a one year term. An At-Large trustee may be appointed as Treasurer.{3g}

CHANGES AFFECTING COMMITTEES.

Summary: One of the purpose of these changes is to make a further distinction between members and non-members by requiring voting members of standing committees to be church members. Also, we eliminate the redundancy concerning which committee chairs are elected at the Annual Meeting and make it clear that nominations from the floor are allowed. In the definition of the Personnel Committee we clarify the responsibilities of the committee and the non-voting member from the Board. The Minister is removed from this article, but remains a non-voting member by virtue of changes to Sec. 10.4. (See motion 1, clause c)

Motion 4. Moved that UUCLV's bylaws sections relating to Committees be amended as follows:

- a) At the end of Sec. 9.1.1 add the sentence "**Voting members of standing committees must be UUCLV members, but that restriction does not apply to members of task group or subcommittees.**"
- b) In the first sentence of Sec. 9.2 replace the phrase "**for the Nominating and the Personnel Committees and the Committee on Ministry**" by the phrase "**as specified otherwise in this article**". Also, in this sentence replace the semicolon after "**by the Nominating Committee**" by the phrase "**or nominations from the floor.**" [clarification only]
- c) In the first sentence of Sec. 9.18 replace the phrase "**to act as liaison between the Congregation, the Board and employed staff, except that it shall have no responsibility with respect to the Minister**" by the phrase "**perform such personnel functions as requested by the Board.**"
- d) In the second sentence of Sec. 9.18 remove the phrase "**, plus, as non-voting members, one trustee appointed for a one year term and the minister.**" and replace it by "**Additionally, one Trustee shall be appointed for a one year term as a non-voting member.**"

Current (Deletions shown by <u>strikethrough</u>)	Proposed (Additions shown by <u>underline</u>)
<p>9.1.1 Standing Committees, hereinafter referred to as Committees, are established to help further and enhance the programs and activities of the Church. The committees shall be fully empowered to carry out their designated activities. The committees are permanently established bodies which have broad areas of responsibility and perform basic functions important in the life of the Church. The committees are defined in later sections of this Article.</p>	<p>9.1.1 Standing Committees, hereinafter referred to as Committees, are established to help further and enhance the programs and activities of the Church. The committees shall be fully empowered to carry out their designated activities. The committees are permanently established bodies which have broad areas of responsibility and perform basic functions important in the life of the Church. The committees are defined in later sections of this Article.</p> <p><u>Voting members of standing committees must be UUCLV members, but that restriction does not apply to members of task group or subcommittees.</u>{4a}</p>

<p>9.2 Committee Chairs. The Chairs of each committee defined in these articles, except for the Nominating and the Personnel Committees and the Committee on Ministry{4b}, shall be elected by the Congregation at the Annual Meeting from a slate prepared by the Nominating Committee;{4b} the term of office shall be one year ,beginning immediately after the Annual Meeting. The Nominating Committee may nominate a pair of people to be Co-Chairs of a committee, jointly sharing the responsibilities of Chairperson. <i>[Note: eliminate redundancy with 9.15 & 9.18.]</i></p>	<p>9.2 Committee Chairs. The Chairs of each committee defined in these articles, except <u>as specified otherwise in this article</u>{4b}, shall be elected by the Congregation at the Annual Meeting from a slate prepared by the Nominating Committee <u>or nominations from the floor</u>{4b}. The term of office shall be one year beginning immediately after the Annual Meeting. The Nominating Committee may nominate a pair of people to be Co-Chairs of a committee, jointly sharing the responsibilities of Chairperson.</p>
<p>9.18 The Personnel Committee shall provide equitable policy recommendations to the Board in matters of employee relations and to act as liaison between the Congregation, the Board and employed staff, except that it shall have no responsibility with respect to the Minister. {4c} It shall consist of five Church members appointed by the Board for staggered terms of three years, plus, as non-voting members, one trustee appointed for a one year term and the minister. {4d} It shall choose its own Chair.</p>	<p>9.18 The Personnel Committee shall provide equitable policy recommendations to the Board in matters of employee relations and <u>perform such personnel functions as requested by the Board</u>{4c}. It shall consist of five Church members appointed by the Board for staggered terms of three years. <u>Additionally, one Trustee shall be appointed for a one year term as a non-voting member.</u>{4d} It shall choose its own Chair.</p>

MISCELLANEOUS NON-SUBSTANTIVE CHANGES.

Summary: One of the purposes of these changes is to clarify the quorums and voting requirements for various meeting situations. We also clarify that, by state law, only members over the age of 18 may vote on certain property related matters. As a practical matter there have not been any members under age 18 for many years. We remove a section regarding use of church facilities because it doesn't need to be in the bylaws and is best handled by resolution of the Board. We clarify the requirement that the Committee on Ministry and the Nominating Committees choose their own chairs. Finally, we remove reference to the Social Activities Committee, since this committee has and no chair or members for several years and its responsibilities were previously transferred to the Membership Committee.

Motion 5. Moved that UUCLV's bylaws sections relating to miscellaneous matters be amended as follows:

- a) Add the caption "**Usual Quorum**" to Sec. 5.4.1 and replace everything in that section after "**Special Meeting**" with "**except as specified elsewhere.**" (Clarification only.)
- b) Remove "**Consideration of the acquisition/disposition/financing of Church property may occur at the annual meeting or at any special meeting provided there is a quorum of forty (40) percent of the membership of age eighteen (18)**

- or older. A two-thirds vote of the members present and voting is required to approve the acquisition/disposition/financing of Church property." from the beginning of 5.4.2 and create a new subsection of 5.4 which reads **"Quorum and Voting for Acquisition/Disposition/Financing of Church property. Consideration of these matters may occur at the Annual Meeting or at any Special Meeting called for that purpose. By state law only members of age 18 or older may vote on provided there is a quorum of forty (40) percent of the membership of age eighteen (18) or older. these matters. A two-thirds vote of the members present and voting is needed for approval."** (Clarification only.)
- c) In Sec. 5.4.2 add the caption **"Quorum for Amending Bylaws"**.
 - d) In Sec. 5.4.3 add the caption **"Voting,"** and replace the phrase **"other than those"** by the phrase **"except as"**.
 - e) In Sec. 5.5 add the caption **"Parliamentary Authority"**.
 - f) Remove current Sec. 5.6 in its entirety.
 - g) At the end of Sec. 9.5 Committee on Ministry add the sentence **"It shall choose its own chair."**
 - h) At the end of Sec. 9.15 Nominating Committee add the sentence **"It shall choose its own chair."**
 - i) Remove current Sec. 9.19 Social; Activities Committee in its entirety.

Current (Deletions shown by ~~strikethrough~~) Proposed (Additions shown by underline)

5.4 Quorum and Voting.

5.4.1 Fifteen (15) percent of the membership shall constitute a quorum to conduct business at the Annual Meeting or at any Special Meeting [other than one to call a Mnister, amend the Bylaws, or acquire/dispose of/finance the purchase of property except that members under the age of eighteen (18) shall not be included in a quorum.]
[Portions of this have been moved to later sections of 5.4.]

5.4 Quorum and Voting.

5.4.1 Usual Quorum(5a) Fifteen (15) percent of the membership shall constitute a quorum to conduct business at the Annual Meeting or at any Special Meeting except as specified elsewhere.

5.4.2 [Consideration of the acquisition/disposition/ financing of Church property may occur at the annual meeting or at any special meeting provided there is a quorum of forty (40) percent of the membership of age eighteen (18) or older. A two-thirds vote of the members present and voting is required to approve the acquisition/disposition/ financing of Church property.]**{5b}** Amending the bylaws at an annual or special meeting requires a quorum of twenty-five (25) percent of the members regardless of age.
[Portions of this have been moved to 5.4.X]

5.4.2 Quorum for Amending

Bylaws.{5c} Amending the bylaws at an Annual or Special Meeting requires a quorum of twenty-five (25) percent of the members regardless of age.
[Remainder of original 5.4.2 moved to a new section below, but reworded for clarity.]

5.4.2 Consideration of the acquisition/disposition/ financing of Church property may occur at the annual meeting or at any special meeting provided

5.4.X Quorum and Voting for Acquisition/ Disposition/Financing of Church property.

Consideration of these matters may occur at the

there is a quorum of forty (40) percent of the membership of age eighteen (18) or older. A two-thirds vote of the members present and voting is required to approve ~~the acquisition/disposition/financing of Church property.~~ [Amending the bylaws at an annual or special meeting requires a quorum of twenty-five (25) percent of the members regardless of age.]

[Portions of this remain in 5.4.2]

5.4.3 A majority vote of the members present and voting shall be required to approve resolutions at the Annual Meeting or a Special Meeting ~~other than those~~ **{5d}** specified elsewhere in these Bylaws. Meetings attended by a lesser number than specified in the bylaws shall be adjourned to another time and date. Only members present at a meeting may vote.

5.5 The most recent edition of “Robert’s Rules of Order” is hereby adopted as the parliamentary authority of the Church, except as otherwise provided by these bylaws.

~~**5.6** Church facilities may be used for worship, for activities of organizations of the Church, and for the conduct of weddings, services of union, services of infant dedication, and funerals and memorial services in the charge of the Minister. All other meetings in the public rooms of the Church building must be approved by the Board of Trustees, which may delegate its supervisory authority to the Minister or another individual. **{5f}**~~

9.5 The Committee on Ministry shall be responsible for establishing and strengthening the quality of ministry within the Congregation. The committee shall function as a vision and oversight group with focus on all aspects of the congregation’s ministry, including, but not limited to, professional leadership, religious education, worship, social justice, pastoral care, and church family. This committee shall be comprised of six members of the Church appointed to three-year staggered terms by the Board from a list formulated jointly by the Board and the Minister.

Annual Meeting or at any Special Meeting called for that purpose provided there is a quorum of forty (40) percent of the membership of age eighteen (18) or older. By state law only members of age 18 or older may vote on these matters. A two-thirds vote of the members present and voting is needed for approval. **{5b}**

5.4.3 Voting. {5d} A majority vote of the members present and voting shall be required to approve resolutions at the Annual Meeting or a Special Meeting except as **{5d}** specified elsewhere in these Bylaws. Meetings attended by a lesser number than specified in the bylaws shall be adjourned to another time and date. Only members present at a meeting may vote.

5.5 Parliamentary Authority. {5e} The most recent edition of “Robert’s Rules of Order” is hereby adopted as the parliamentary authority of the Church, except as otherwise provided by these bylaws.

[Doesn’t need to be in the bylaws.]

9.5 The Committee on Ministry shall be responsible for establishing and strengthening the quality of ministry within the Congregation. The committee shall function as a vision and oversight group with focus on all aspects of the congregation’s ministry, including, but not limited to, professional leadership, religious education, worship, social justice, pastoral care, and church family. This committee shall be comprised of six members of the Church appointed to three-year staggered terms by the Board from a list formulated jointly by the Board and the Minister. It shall choose its own Chair. {5g}

[Moved from 9.2.]

9.15 The Nominating Committee shall prepare and present to the membership, at the Annual Meeting, a slate of candidates for the expiring positions on the Board of Trustees, the Chairs of various committees and the Nominating Committee. This committee shall actively seek individuals for inclusion on the slate of candidates from those members who have demonstrated interest and participated in the life of the Church. The Nominating Committee shall also actively seek, on an on-going basis, individuals for the membership of various Church committees.

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This committee shall consist of five members of the church serving staggered three-year terms. A vacancy on the Nominating Committee shall be filled until the next Annual Meeting by vote of the remaining members of the committee.

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[Moved from 9.2.]

~~**9.19 The Social Activities Committee** shall be responsible for developing and initiating social activities to further the sense of fellowship within the Church.~~ {5i} *[This committee has had no chair or members for several years and last October its responsibilities were transferred to the Membership Committee.]*

CLEAN-UP OF SPELLING, CAPITALIZATION, PUNCTUATION, NUMBERING, ETC.

Summary: Motion 6 is a housekeeping motion that allows the Bylaws task Group to “clean up” the bylaws to account for any possible further amendments from the floor and any other changes in organization and syntax before producing the finished document --- but not to alter the meaning.

Motion 6.

Resolved that the Bylaws Task Group be authorized to:

1. correct and revise article and section designations;
2. make corresponding corrections in cross-references to article and section designations;
3. correct punctuation and spelling;
4. make capitalization consistent;
5. provide consistent formatting; and
6. make other minor textual changes as may be necessary to reflect the intent of the congregation in connection with the UUCLV bylaw revisions approved previously today.