

Proposed ByLaws Revisions:

Board size experiment continues;
Nominating Committee clarifications;
Remove Mediation Committee from Bylaws

Spring 2022

Proposed by the BOT

Introduction

1) The Board asked Nominating Committee to propose changes to the Bylaws regarding at-large BOT make-up and terms - BOT has agreed with these changes and asks for approval by the congregation at the Annual Meeting this June 5th, 2022

Slides 4 and 6 contain the exact wording changes that are proposed

2) Board worked with the Committee on Shared Ministry to discuss the role of the Mediation Committee. We also received guidance from selected lay leaders with extensive experience in mediation. **The Board recommends the Mediation Committee article be removed from the Bylaws**, and asks for congregational approval at the Annual Meeting this June 5th, 2022

Slide 10 illustrates the deletion

Bylaws revision - rationale for change in size

As promised in last Annual meeting, the BOT studied how our current, smaller size has affected our decision-making ability; we determined that:

(1) having more voices to represent different viewpoints would be a positive in our congregational form of governance, and

(2) we would be more comfortable in having a Board size that would not result in split decisions (i.e, we should have an odd number of members)

New number of members = 7; new terms; turnover each year

Current Bylaws:

ARTICLE VII THE BOARD OF TRUSTEES

- Section 1: The Board of Trustees shall include six (6) elected members and the Clerk and Treasurer for a total of eight (8) voting members. Six of these eight Trustees shall constitute a quorum.
- Section 2: The members of the Board of Trustees shall be elected for three-year terms. Terms shall begin and end with the beginning of the Board Organizational Meeting for the relevant years.

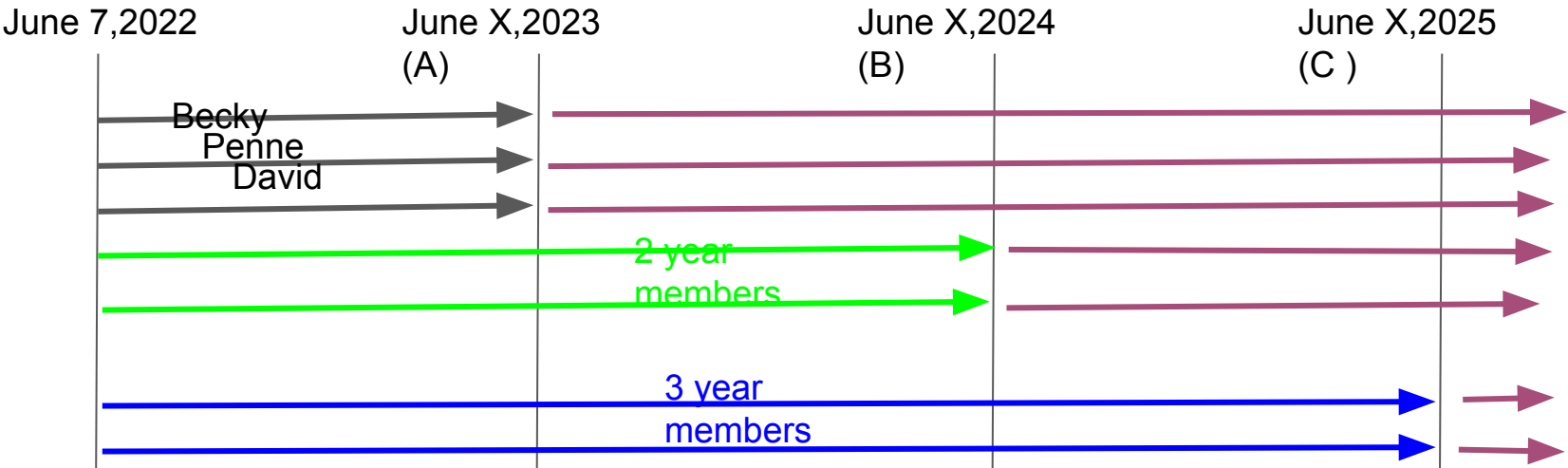
Bylaws revision: Article VII - The Board of Trustees

ARTICLE VII THE BOARD OF TRUSTEES

- Section 1: The Board of Trustees shall include **seven (7)** ~~six (6)~~ elected members and the Clerk and Treasurer for a total of **nine (9)** ~~eight (8)~~ voting members. **Five (5)** ~~Six~~ of these **nine eight** Trustees shall constitute a quorum.
- Section 2: The members of the Board of Trustees shall be elected for three-year terms. Terms shall begin and end with the beginning of the Board Organizational Meeting for the relevant years. **Trustees will be elected in a rotational cycle: Three shall be elected in year A, and two in year B and 2 in year C.**

(The rotation cycle, in terms of trustee elections, is explained in the following slide)

BOT member timeline: (Terms begin and end with annual meetings)



This year's plan:
Fill 2 positions for 2 year terms
Fill 2 positions for 3 year terms

Ideally, all future years are 3 year terms

Bylaws revision: Article XI Nom Com

ARTICLE XI: NOMINATING COMMITTEE

Section 1: The Nominating Committee shall consist of **the two or three** ~~the three~~ regular Board members entering their last year of service and three members to be elected at the Annual Meeting. **If there are less than 2 Board members who are able to serve on the committee, the Board will select additional Board members to the Nominating Committee.** Term of office shall be one year, starting from the time of the annual Meeting.

Section 4: The Nominating Committee shall select nominees for ~~officers, including~~ members of the Board of Trustees, **Financial Secretary, Clerk, Moderator, Treasurer, at-large members of the Nominating Committee,** and Trust Fund Trustees as provided for in these Bylaws.

Mediation Committee (MC)

This committee was created and approved in the past by the Congregation and enshrined in the Bylaws.

MC has been staffed with lay-leader volunteers for years, but has been significantly underutilized. The Nominating Committee in recent years, has not prioritized recruiting for replacing departing members of MC, in part by advice from our Lead Minister at the time, Rev. Florence.

The BOT wanted to resolve this discrepancy, since we all need to honor our Constitution and Bylaws.

Consultation with COSM, and select Lay Leaders (Gail and Virginia)

Recommend that Mediation Committee responsibilities be formulated into a policy to guide congregant, Committee/team, Board and staff interactions

The Board intends to create this policy and has planned to address this in the 2022-2023 church year

Be prepared to refer potential conflict that can benefit from mediation to: the UUA/Mid-America or other outside consultation

People prefer to work with outside consultation rather than people they know

Further, recommend that we remove the Mediation committee from the Bylaws, since we will use other resources to manage the conflict.

This will also allow the policy to be more flexible and not require congregational approval for each modification or improvement (Constitution and Bylaws are best used for high-level direction, rather than the detailed workings of specific Committee)

Thank you, Past members of Mediation Committee!

Board wishes to thank all those past lay-leaders who volunteered their time and energy to be a part of this committee - their willingness to do so is much appreciated and exemplifies the attitude of contributing to the benefit of UUCUC.



Proposed Change

ARTICLE XII: **This Article is intentionally Blank** ~~MEDIATION COMMITTEE~~

~~Section 1: The Mediation Committee shall consist of five (5) members elected by the congregation.~~

~~Section 2: All members of the Mediation Committee must have been voting members of the church for at least five (5) years.~~

~~Section 3: Following the adoption of the Article, the next regular or special meeting of the congregation shall elect two members to a one-year term, to expire at the annual meeting occurring in their final year, two members to two-year terms, to expire at the annual meeting occurring in their final year, and one member to a three-year term, to expire at the annual meeting occurring in their final year. Thereafter members shall be elected to three-year terms at the annual meeting.~~

~~Section 4: No person shall serve more than two consecutive three-year terms on the Mediation Committee.~~

~~Section 5: An effort should be made to have the membership of the Mediation Committee representative of the diversity of the congregation.~~

~~Section 6: The Mediation Committee shall select its chair.~~

~~Section 7: Each member of the Mediation Committee will receive mediation training.~~

~~Section 8: The Mediation Committee shall determine who may attend its meetings.~~

~~Section 9: The Mediation Committee shall submit an annual report to the congregation.~~

~~Section 10: If a member of the Mediation Committee is close to any person involved in a matter brought before the committee or otherwise feels that she or he cannot be impartial, the committee member must excuse him- or herself from consideration of that matter. If a member of the committee feels s/he can be impartial when considering a matter, but the majority of the committee believes there is a conflict, the committee may vote to have that person excused from the case.~~

Thank you for attending

Any questions?



Appendix

Nominating Committee - from the church bylaws

ARTICLE XI: NOMINATING COMMITTEE

Section 1: The Nominating Committee shall consist of the three regular Board members entering their last year of service and three members to be elected at the Annual Meeting.

Section 2: All members of the Nominating Committee must be voting members of the Church.

Section 3: The first meeting of the Nominating Committee shall be called by the Moderator no later than January 30 following the annual meeting. At this meeting, a chair shall be chosen from among the members.

Section 4: The Nominating Committee shall select nominees for officers, including members of the Board of Trustees and Trust Fund Trustees as provided for in these Bylaws.

Section 5: The list of nominees must be published at least ten (10) days before the election.

Section 6: Nominations for any office may be made from the floor at any congregational meeting. However, nominations will be accepted only for those who have given their consent either in person or in writing.

Section 7: The Nominating Committee also recommends candidates to the Board of Trustees for vacancies which may occur between elections.