

UUFC BOARD OF TRUSTEES
MINUTES FOR FEBRUARY 8, 2018

Present: Craig Olbrich, Carl English-Young, Kelley Kendall, Virginia Shapiro, Uta Hussong-Christian, Jen Akeroyd , Elona Meyer

Staff: Jamie Petts, Elizabeth Sollie

Guest: Kyle Jansson, Chair of the Bylaw Task Force

Absent: Marcia Shaw, John Bailey, Kathy Kopczynski, Joan Rose

This meeting was called for the expressed purpose of completing initial revisions to the draft of new Bylaws. We continued our review of the draft, Article III through Article X. (See draft with tracked changes of 2-8-18.) Changes included:

- (Article III, Section 1) We adjusted wording to retain the 3rd weekend in May as the Annual Meeting date, if the Board does not determine an alternative time and place.
- (Article IV, Section 2) We changed the language for number and qualifications of Board members to say that the BoT is comprised of no more than 9 and no less than 7 members. Up to 6 members shall be trustees and 3 shall be officers, including president, secretary, and treasurer. Remaining language concerning length of staggered terms remains the same.
- (Article IV, Section 3) We changed wording to indicate that members of the Board will select officers by majority vote at the first Board meeting of the year. Remaining language concerning consecutive terms remains unchanged.
- (Article VI, Sections 2-7) We noted that Section 2 had been inadvertently omitted. We renumbered sections and deleted the section describing the Vice President's role, since this position has been eliminated. Section 3, describing the President's role, was amended to indicate that Board members will designate a trustee to be vested with the powers and perform the duties of the president, in the event of his/her absence.
- (Article VII) We relocated the sentence reading, "The called minister(s) shall be non-voting ex-officio member(s) of the Board and all committees, except the nominating committee." This sentence is now part of paragraph 1.
- (Article IX) To the sentence, "The BoT may vote to amend or repeal these Bylaws or adopt new ones by ¾ vote of the Trustees and Officers," we added "unless or except as prohibited by law or regulation."

Elona offered to provide Board members a revised copy of the Bylaws Draft, with changes tracked. Once the latest changes are reviewed and edited, Carl agreed to create a polished draft of the new Bylaws for publication in early March and for use in the Town Hall scheduled for March 17th. It was agreed that the Draft of our Bylaws will need to be widely disseminated, along with the accompanying explanation developed by the Bylaws task force. To get the word out, we will use UU Announce, Weekly and Monthly Bulletins, Announcements from the pulpit, in addition to providing hard copies on Sundays, and referring to the draft in the Order of Service.

It was agreed that we will want to seek legal advice prior to finalizing the Bylaws for the Annual Meeting, when the congregation will officially vote on them. Kyle offered to contact David Adkins to arrange a review of our Bylaws, to occur *after* we've made any further revisions based on input from the Town Hall, but well *before* we will publish the final version needed for the Annual Meeting. We're aiming for a legal review and final revision of our Bylaws in mid-April. It's anticipated that we will need an additional meeting in early April to meet this timeline.

The meeting was adjourned at 9 PM. The next Board meeting is this coming Monday, 7 PM, February 12th.