

UUFCO Board Meeting

August 16, 2016

Location: Conference Room

Attending: Mark Hickman, Wendy Howard, Max Merrill, Dick Barber, Amy Falkenrath, Greg Byrne, Paul Bennett, Sue Clarke

Absent: Antonia Won

Guests: Larry Price, Tom Sponsler, Don Hartsough, John Rhetts

Called to Order: 6:30 PM

Minutes written by: Sue Clarke, Recording Secretary

Special Board Meeting: Bylaws

Background: In September 2015 the board created a Bylaws Committee consisting of Price, Sponsler, Hartsough and Susan Brody (unable to attend 8-11-15 meeting). They were tasked with organizing existing bylaws into categories, removing those that no longer applied, and creating new bylaws that accurately reflected a program-sized fellowship. This new set of bylaws will provide the legal requirements need for UUFCO to operate as 501C3 organization. They will also become the framework for a similar update for board policies which is currently underway under the leadership of Wendy Howard and John Rhetts, (Governance Task Force). After several drafts and revisions of the bylaws including input from members of the fellowship, the committee and board president requested a special board meeting to discuss the most current bylaws version before scheduling a congregational vote. One of the documents the bylaws team has prepared to help in understanding the new bylaws is called introductory material for proposed bylaws. Hickman scheduled this meeting and Price presented an overview of their process (presented here as "Background").

Reference Documents:

- Proposed Bylaws for Aug 16 2016 Board.pdf
- Proposed Bylaws with comments, revisions, and responses for Aug 16 Board Meeting
- Introductory Material for Proposed Bylaws.pdf

Discussion: There was quite a range of discussion, but here are some significant changes in the new bylaws:

- 1) The membership of the board will consist of seven members, rather than the current eight members. These seven members will all serve 36 month terms (staggered), rather than the current 24 months for 5 of the positions.
- 2) The distinctions among and use of policies, resolutions, and rules under the new bylaws was discussed.
- 3) The separate functions of the Board and the Minister are more clearly stated.
- 4) The function of the Shared Ministry Committee is described.

Overall, the process of gathering member feedback, and documenting what the feedback was and how it was utilized by the bylaws team, was viewed very favorably, and will be part of the process moving forward.

Action: The board requested that the bylaws committee give specific examples of the terms "policy, resolution, and rule" to make their use clearer to both board members and congregation. Various board members in conjunction with Governance Task Force will determine which board policies need immediate attention for continued smooth transition to a program-sized fellowship. Bylaws Committee will share their work with Dan Hotchkiss (GTF consultant) for his feedback and insight. Bylaws Committee will clarify the term "fellowship resolution." Bylaws Committee will verify that the Leadership Development Committee is responsible for Board nominations. After these actions have been completed, the Board will finalize a timeline for completed revised bylaws to be shared with UUFCO members leading to fellowship meeting to vote on approval sometime this fall.

Adjourn: 8:25 PM

Next regular Board meeting: Sept 8, 2016, 6:00 PM Conference Room

