

Board of Trustees' Proposed Bylaws Changes Annual Meeting 2016-2017

We, the Board of Trustees of the First Unitarian Society of Ithaca, submit for consideration to the whole Society at the annual meeting 2016-2017, the following 4 motions for changing our current bylaws. These are divided and grouped by the kind of change proposed. Each motion will be to pass, as a group, all of the changes proposed in each Category

Category I: Board Member Numbers

Authorities on Partnership Governance recommend that organizations have a smaller number of people serving on the Board that our previous bylaws require. Furthermore, for a non-profit organization of our size, a 12-member board is considered excessive.

We know from recent experience that it can be challenging to get members to volunteer for board service. Creating a smaller board means that we would be more likely to be able to serve at full capacity. An added benefit is that by reducing the number of board members, we free valuable personnel and labor time to devote to ministry work rather than governance.

Proposal:

Change the number of Board members from 12 to 9.

Relevant Bylaws Sections:

Article IV, Section 1 (line 43)

Article IV, Section 2 (line 51)

Category II: Gender Binary Language

Explanation:

In the past few years, there has been a growing awareness that gender is neither binary nor determined by biological sex. One way to recognize and validate transgender persons is to eliminate a binary gender language from our fundamental texts.

In the history of the Society, we have had many perspectives on gender. Our original charter only permitted adult males to serve as voting members of the Society. Obviously, we have evolved since then, updating our bylaws' language around gender many times to align with new and broader understandings of the human experience.

We have a unique opportunity now, while revising our bylaws for other purposes, to make our transgender members and friends know that they are truly welcome in the Society by eliminating any "s/he" language that explicitly excludes and renders trans identity invisible. This seems

deeply consistent with our values and is an opportunity to affirm our commitment as a Welcoming Congregation.

Proposal:

Change any gender binary language (he or she, s/he) to the recognized (and preferred) gender-neutral pronoun “they.”

Relevant Bylaws Sections:

1. Article III, Section 1 (line 31)
2. Article IV, Section I (line 46)
3. Article IV, Section 4 (line 64)
4. Article VI, Section 1 (line 111)
5. Article VI, Section 4 (line 116)
6. Article VII, Section 1 (line 122)

Category III: Partnership Governance

In Partnership Governance, the bylaws serve the same function as does the U.S. Constitution-- both laying out the broad boundaries and limits of power and describing the functions of the various branches that work for the community. Like the U.S. Constitution, the bylaws are not a comprehensive set of descriptions of all that we do. Nor should they be. Under Partnership Governance we develop policies to flesh out the specific practices and further identify the limits of our actions. Those policies are akin to laws, as both are written and passed by the elected representatives of the community. But there comes a time when the beliefs, ideas, and current practices of a community are no longer reflected in the language of the original foundational text.. For the Constitution, that results in Amendments. The same holds for this Society's bylaws.

We are proposing a set of changes to the bylaws to help them align with the key practices of Partnership Governance. Board members, along with many other lay leaders, have been working on these changes for three years, spending countless hours intensively considering the bylaw language for this entire church year. We held 3 different discussion sessions for public commentary on these issues, and have made these proposed changes publically available on the church website since December of 2016. We have received significant feedback from congregants, which were all carefully reviewed, and have adapted our proposals to reflect that feedback. Further, an ad-hoc committee was appointed to review the proposed changes and ensure that nothing proposed conflicted with New York State religious non-profit law. This group found our changes to be in legal compliance.

Therefore, we propose 14 different Partnership Governance related changes to the bylaws. These changes, grouped by topic, are explained below.

Proposal:

- a) The central feature of Partnership Governance is a structural division of the Society's work into two categories: Governance and Ministry. Ministry work is the central work of the organization. It is what we do, how we decide to do it, and what outcomes we seek from that work. Governance is the structural work required to support and advance the Ministry work. In Partnership Governance, the small groups that work on Governance, aside from the Board of Trustees, are called "Committees." The groups that do Ministry work are called "Teams."

The most significant textual change we are proposing to align the bylaws with our Partnership Governance practices is to rename some of the small groups that are explicitly mentioned in the Bylaws, shifting the groups responsible for Ministry work out of Article IX (Committees) and creating a new section, Article X (Ministry Teams). We do not propose to change the description of the work these groups do, but retain the original bylaw language, simply shifting their designations from "Committees" to "Teams."

The remaining small groups, "Committees," are those concerned with the work of governing the Society. These include the standing committees: Endowment and Investment, Finance, and Personnel, and the more independent standing committees: Nominating and Stewardship. Here, the only change we are proposing is to require board approval of all standing committees, as is required of the Endowment and Investment Committee. This is to standardize our practice across all three standing committees. (Endowment & Investment, Finance, and Personnel).

- b) The second significant change we are making is to create a new Article IV, Section 8, which grants the Board authority to create a Board Policy book. The language we propose describes what that book's function is, and what its limits are.
- c) The third more significant change we are proposing is to eliminate the Committee on the Ministry. In the past, this group has had dual functions: both to support and to evaluate the minister. Under Partnership Governance, evaluation of the minister falls to the Board annually, and to a specially appointed ad-hoc Review committee triennially. Support for the minister and the Ministry would no longer be a Governance function, but a Ministry Team function. We anticipate working with Rev. Weis to develop at least one, possibly more Teams to take on this function. We do not feel it appropriate to introduce language into the bylaws on this issue at this time, as it is something we feel it best to work together with Rev. Weis to develop.
- d) The fourth change we are proposing is to align the description of the DRE role with Partnership Governance practices. Under PG, the minister serves as the head of all staff, although hiring and firing of senior staff members are done with the advice and

consent of the Board. We have added language to reflect this in the DRE description. Furthermore, under Partnership Governance, and consistent with the DRE job description, the DRE is responsible for lifespan religious education. We propose eliminating the “church school” language in the original bylaws and replacing it with language the better reflects our current practices.

- e) The last major change we propose is that the language of the bylaws reflect the Partnership Governance practice in the development of the budget. In standard Policy-Based Governance, developing and presenting the budget is the responsibility of the minister. We feel that such a process does not align with the best practices of our Society. Instead, we have evolved a more collaborative process that feels more like a Partnership among community members. For the past three years, the Finance Committee, the heads of the Ministry Teams, the Stewardship Committee, the Treasurer, and the Minister have all worked together to develop the budget. We propose altering language to reflect our best practices.

Taken together, all of these changes will help us continue our evolution to Partnership Governance. We do not anticipate that these are the last changes that we will ever make to the bylaws. They should not be. Our set of bylaws is a living document, and must be adapted, as it has done many times in the past, as we change and grow. We fully anticipate that further changes may be required, as we work through the continued evolution of Partnership Governance and learn more about how it will work best for our society.

Relevant Bylaws Sections:

1. Article IV (Trustees), Section 8 (line 88)
2. Article VI (Minister), Section 1 (line 112)
3. Article VI (Minister), Section 3 (line 115)
4. Article VI (DRE), Section 1 (line 121, 123)
5. Article VI (DRE), Section 2 (line 125)
6. Article VIII (Officers), Section 2 (line 131)
7. Article IX (Committees), Title (line 135)
8. Article IX (Committees) Introduction (line 137)
9. Article IX, (Committees), Section 1 (line 140)
10. Article IX, (Committees), Section 2 (line 141)
11. Article IX, (Committees), Section 2.2 (line 157 and 158)
12. Article IX, (Committees – moved to Ministry Teams), Sections 2.7, 2.8, 2.9, (lines 165, 166, 167, 173)
13. Article IX (Committees), Section 3 (line 175, 176, 177)
14. Article X, (Ministry Teams) new article created with sections 10.2-10.6 for groups “formerly known as committees” (lines 182, 186, 187, 188, 189,190)
15. Article X, (Ministry Teams), Section 10.1 new section to specifically create Budget Team (line 185)

Category IV: Corrected Numbering (if Category III is passed)

If the Society accepts the changes proposed in Category III, there are some small changes that must also be undertaken to renumber portions of the bylaws, reflecting the new changes.

Proposal:

Renumber sections of the bylaws to reflect recent additions and changes.

Relevant Bylaws Sections:

Article IV, Section 8 (line 94)

Article IX, Section 2.1 (line 147)

Article IX, Section 2.2 (line 156)

Article IX, Section 2.3 (line 168)

Article IX, Section 2.4 (line 170)

Article IX, Section 2.5 (line 172)

Article XI, (Title) (line 193)

	Original language being changed is printed in Strikethrough: Sample	
	New language proposed is underlined and bold: <u>Sample</u>	
	Explanations for each Category III: Partnership Governance change are numbered after each change and listed in the right-hand column. Sample: <u>Change (1.)</u> →	(1.) Sample Partnership Governance change explanation.
	Bylaws as currently adopted, with proposed changes	Explanation of change
1	CONSTITUTION AND BYLAWS	No text in this column, indicates there are no changes being proposed in the bylaws.
2	THE FIRST UNITARIAN SOCIETY OF ITHACA	
3	CONSTITUTION of November 23, 1919,	
4	AMENDMENTS of May 11, 1964	
5	Revised in Board Meeting, February 12, 1970	
6	Amended in Meeting of Membership, March 15, 1970	
7	Amended in Meeting of Membership, May 23, 1978	
8	Amended in Meeting of Membership, May 11, 1982	
9	Amended in Meeting of Membership, May 23, 1999	
10	Amended in Meeting of Membership, May 23, 2004	
11	Amended in Meeting of Membership, May 22, 2005	
12	Amended in Meeting of Membership, October 29, 2006	
13	Amended in Meeting of Membership, May 28, 2008	
14	Amended in Meeting of Membership, May 27, 2009	
15	Amended in Meeting of Membership, May 30, 2012	
16	Amended in Meeting of Membership, May 28, 2014	
17	Amended in Meeting of Membership, April 12, 2015	
18	Amended in Meeting of Membership, May 27, 2015	
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20	Article I	
21	Name of this Religious Society	
22	This Religious Society was incorporated and registered April 6, 1868 as "The First Unitarian Society of Ithaca," hereinafter referred to as "the Society." It is affiliated with the Unitarian Universalist Association (UUA).	
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24	Article II	
25	Declaration of Principles	
26	In the search of truth and in the recognition of the Unitarian Universalist tradition of free inquiry and expression, we unite for community, for fellowship, and for guidance to serve humanity in justice, compassion, and love. In this spirit we welcome people of all races, national origins, abilities, gender, gender expression, sexual orientation, ages, and economic condition.	
27	We endeavor to follow these principles and those established by the Unitarian Universalist Association by fostering a congregation with a minister or lay leader, trustees, appropriate officers, staff and volunteers who offer weekly celebrations of life and participation in related activities.	
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29	Article III	
30	Membership	
31	SECTION 1. Any person in sympathy with the principles of this Society who is willing to assume the responsibilities of participation may become a member if s/he <u>they</u> :	Category II: Gender Binary Language
32	a. is at least 16 years of age, and signs the Society Membership Book in the presence of the Minister or a Trustee, or Board of Trustee designate.	
33	b. Thirty days after signing the Membership Book, the individual becomes a legal voting member of the Society.	
34	SECTION 2. Continuing legal voting membership (that which is reported to the Unitarian Universalist Association) shall be maintained by any member who has, in the previous 15 months, provided evidence of continued interest through one of the following means:	
35	a. A financial pledge or contribution of record	
36	b. A written statement of interest in continuing membership or	
37	c. Obtaining a ballot for voting at a Society meeting.	
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39	SECTION 3: Inactive Membership: Non-pledging members who wish to stay connected but have not actively participated for various reasons may, at their request or by action of the Board of Trustees, be placed in an inactive status until such time that they may reactivate their membership as provided under Sec 2.	
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41	Article IV	
42	Trustees	
43	SECTION I. There shall be twelve nine (1) elected trustees, each of whom shall be a voting member of the Society as defined in Article III above.	Category I: Board Member Numbers In our current practice, and according to the recommendations of those with experience in PG, the size of the board should be reduced. Stronger policies enable a more nimble and streamlined board. Furthermore, a 12 person board is considered extremely large for a non-profit organization our size.
44	These trustees shall constitute the Board of Trustees (the Board) that shall have general charge of the conduct of all affairs of the Society and shall control its administration unless otherwise provided by New York State or federal law.	

45	The trustees shall be elected by a majority vote of the legal voting membership of the Society at an Annual Meeting.	
46	If any partial terms (due to an unanticipated board vacancy) are to be filled at the Annual Meeting, the candidates shall be elected in groups by length of term, and each candidate shall state before voting begins in which group he or she is <u>they are</u> running.	Category II: Gender Binary Language
47	Each voter shall have as many votes in each group as seats are to be filled, but no voter may cast more than one vote for each candidate.	
48	Any ballot with more votes than seats in a group shall be void for that group.	
49	No candidate shall be elected who does not receive a majority of the ballots cast.	
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51	SECTION 2. Each Trustee shall hold office for a period of three years, and the terms of office for four <u>three</u> of the Trustees Board shall expire each year.	Category I: Board Member Numbers Adjusting the number from 4 to 3, proportional to the change in the number of Trustees.
52	In case of a vacancy in the Board more than 60 days before the Annual Meeting, the Nominating Committee shall recommend one or more candidates, one of whom may be appointed by majority vote of the Board to serve the remainder of the fiscal year.	
53	At the next Annual Meeting of the Society, the members shall elect a trustee to serve the remainder of the unexpired term.	
54	The Board may decline to fill a vacancy that occurs less than 60 days before the Annual Meeting.	
55	No person may serve more than six consecutive years on the Board. Service of less than one year, due to appointment by the Board, shall not count towards the maximum of 6 consecutive years.	
56	After leaving the Board, by expiration of term or resignation, a person is not eligible to serve again until 12 months have passed	
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58	SECTION 3. Trustees elected at an Annual Meeting shall take office at the start of the next fiscal year although they are encouraged to attend Board meetings immediately upon election.	
59	Trustees appointed by the Board to fill a vacancy shall take office immediately.	
60	Terms shall end at the close of the fiscal year.	
61	The FISCAL YEAR of the Society shall start July 1 and end the following June 30.	
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63	SECTION 4. The Trustees, from their number, shall annually choose a President, a Vice-President, and a Clerk.	
64	They shall also choose, but not necessarily from their number, a Treasurer. An Executive Committee of the Board shall consist of the President, Vice- President, the Board Clerk or another Board member designated by the Board, and Treasurer If the Treasurer is not a Board member, then she/he serves <u>they serve</u> in an ex officio (non-voting) capacity.	Category II: Gender Binary Language
65	The Executive Committee shall handle any necessary administrative actions between official board meetings.	

66	All such actions shall be reported and may be reconsidered and amended by the full Board.	
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68	SECTION 5. The Trustees shall meet at least monthly.	
69	Following the Annual Meeting, the Board shall hold an organizational meeting to elect officers and to adopt standard operating procedures to be updated as necessary.	
70	Board agendas shall be posted one week prior to a meeting.	
71	Board meetings shall be conducted in accordance with Robert's Rules of Order for actions requiring a formal vote.	
72	Any motion that comes to a vote must receive a majority vote of the full Board for passage.	
73	A quorum shall consist of a majority of the full Board.	
74	Electronic voting and participation may be used.	
75	For voting, real time bi-directional visual and audio is required.	
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77	SECTION 6. Board meetings are open.	
78	Any member or friend of the Society is free to attend and may participate in discussion when invited to do so by the presiding officer.	
79	The chairpersons or their representatives of all duly sanctioned organizations of the Society, the chairpersons of all standing committees and Ministry Teams (1) , and any employees shall have the right to participate with the Board for the purpose of conference and discussion, but without vote.	Category III: Partnership Governance (1) In Partnership Governance all Committees are either standing or ad hoc committees. All other groups that are created at the Society are called Ministry Teams.
80	However, when the Board is in Executive Session, all but voting members of the Board and specifically invited guests are to be excluded from the meeting.	
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82	SECTION 7. Removal of a trustee or an officer of the Board can be effected by a majority vote of the legal voters (Article III. Sec. 2) of the congregation present at a duly called special meeting (Article V Sec. 2B) for such action.	
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88	<u>Section 8. The Board shall establish and maintain a comprehensive Board Policy Book. The authority of the Policy Book is confined to all aspects of governance not defined in the bylaws. The Board Policy Book is written with a long-term perspective to establish policies for: (2)</u>	Category III: Partnership Governance (2) This new Section gives the Board the authority to create the Board Policy Book, and provides a definition and limits for this document.
89	<u>(1) Specifying mission-related human needs to be met, for whom, and at what cost to recipients.</u>	
90	<u>(2) The boundaries of methods, practices, situations, and conduct within which methods and activities can responsibly be left to staff.</u>	

91	<u>(3) The manner in which the board delegates authority and how it evaluates performance relative to ends (#1 above) and limitations (#2 above).</u>	
92	<u>(4) The manner in which the board determines its philosophy, its accountability, and the specifics of its own job.</u>	
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94	SECTION 89. The Board shall conduct the financial operations of the Society in accordance with the budget approved at the annual meeting.	Category IV: Corrected Numbering This section was formerly Article IV, Section 8 in the original bylaws.
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96	As circumstances require, and in consultation with the Finance Committee, the board may make line item modifications of the budget.	
	Except in cases of emergencies, the overall budget may not be increased without congregational approval at a special meeting called for this purpose.	
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95	Article V	
96	Meetings	
97	SECTION 1. Unless the Constitution and Bylaws of the Society provide explicitly otherwise, Robert's Rules of Order shall govern all such meetings.	
98	SECTION 2.	
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100	Sec. 2.1 The Annual Meeting of the Society shall be held during the month of May for the election of trustees, adoption of the annual budget, and transaction of other appropriate business.	
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102	Sec. 2.2. Special meetings may be called by the Board or on petition by seven percent of the legal voting members of the Society. No business shall be transacted at a special meeting other than that for which it is called.	
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104	SECTION 3. Announcement of all legal meetings of the Society must be given for two consecutive Sundays (or 14 days) prior to the meetings and by notices containing agendas and description of relevant nominating and voting procedures, mailed by postal service or provided electronically to the members of the Society at least two weeks before the dates of the meeting. Only items contained in the agendas shall be voted on and only the ballots of legal voting members of the Society present shall be counted. A majority vote shall decide all questions except as specifically stated elsewhere in these Bylaws (i.e. for modifications of Bylaws and for calling of a minister).	
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106	SECTION 4. Those attending the Annual Meeting and special meetings shall constitute a Quorum necessary for transacting official business, providing that a minimum of seven percent of the legal voting members are present.	
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108	Article VI	

109	The Minister	
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111	SECTION 1. In the Unitarian Universalist tradition the Minister shall lead the congregation toward fulfilling our Declaration of Principles. He/she They shall be an ex-officio member of all standing committees, with the exception of the Nominating Committee and Ministry ministerial search committees (3) , and be responsible for daily operations of the Society as mutually agreed in a Letter of Call.	Category II: Gender Binary Language
112		Category III: Partnership Governance (3) Under Partnership Governance, the Ministry Committee has been dissolved. The dual functions of the old Ministry Committee, to improve communications between the minister and the congregation, and to evaluate the minister, had often worked at cross-purposes. It is problematic for the same group to work to both support and evaluate the minister. Ministerial evaluation is a central part of Board work. It also seems prudent to restrict the Minister from serving on any Ministerial Search Committees that may be formed.
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114	SECTION 2. The Minister shall be called by a nine-tenths (90%) vote or removed by a majority vote of members present at a special meeting of the Society. The conditions of employment and tenure and the requirement for performance review shall be set forth in a Letter of Call negotiated by the Board. The Minister's performance shall be reviewed annually by the Board in as stated in the Letter of Call. The Letter of Call shall, after three years, be reviewed and may be altered by mutual agreement to reflect new circumstances, or performance evaluations. The Board and Committee on Ministry in consultation with the Finance Committee and Personnel Committee may adjust the Minister's compensation to be voted on as part of the annual budget.	
115	SECTION 3: Vacancy: In the event there is a vacancy of the Settled Minister position the Board shall determine to fill this vacancy in consultation with Members. Search Committee candidates shall be identified and assessed by the Nominating Committee (Article IX Sec 2.10). The Board shall provide a charge to the Search Committee and members of the Search Committee shall be approved by the Members at a Special Meeting as defined in Article V Sec 2B. <u>In the absence of any person serving as a minister for the Society, all Minister responsibilities become Board responsibilities.(4)</u>	Category III: Partnership Governance (4) Text specifically added to address the case of being without a minister under Partnership Governance
116	SECTION 4. The Minister shall have the right to participate in board meetings, except when the Board is in Executive Session. She/he They shall submit monthly reports to the Board.	Category II: Gender Binary Language
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118	Article VII	
119	Director of Religious Education	
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121	SECTION 1. The Director <u>of Religious Education will be supervised by the minister and (5)</u> shall be responsible for developing and maintaining a church school <u>religious education</u> program that provides, for all ages, training in the Unitarian Universalist tradition. He/she <u>They</u> shall supervise the church school <u>religious education</u> (6) staff and with the Religious Education Council <u>Team</u> (6) submit an annual budget and monitor funds provided for the religious education program.	Category III: Partnership Governance (5) Under Partnership Governance, all staff members are supervised by the minister. Defining the DRE's role as maintaining a "church school" is in conflict with the DRE job description indicating that the DRE is responsible for lifespan religious education.
122		Category II: Gender Binary Language
123		Category III: Partnership Governance (6) In Partnership Governance the group formerly known as the Religious Education Council will now be called the Religious Education (Ministry) Team. The DRE will be responsible for submitting an annual budget for the RE program and may work with the RE Team to accomplish this task.
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125	SECTION 2. The Director of Religious Education shall be chosen or removed by not less than 8 votes of the full Board. She/he shall, in conjunction with the Religious Education Council, submit monthly reports to the Board. (7)	Category III: Partnership Governance (7) The Board Policies require that the Executive Committee of the Board be consulted before any hiring or firing of senior staff takes place, with the understanding that a general consensus will be sought in those decisions.
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127	Article VIII	
128	Officers	
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130	SECTION 1. It shall be the duty of the President of the Board to preside at all meetings of the Board and of the Society. The President shall be the executive officer of the Society and an ex—officio* (non-voting) member of all standing committees * ex-officio is defined as a non-voting participant.	
131	SECTION 2. The Vice President shall act in place of the President whenever the President is unable to serve and shall chair the Program Coordinating Council unless the Board appoints a different chair (8).	Category III: Partnership Governance (8) Under Partnership Governance programming is managed by the Ministry. The minister or their designee may have regular meetings of programming team leaders.
132	SECTION 3. The Clerk is the custodian of all papers and documents of the Society, including minutes of the Board, and acts to certify proceedings or documents for official transactions.	
133	SECTION 4. The Treasurer, with such staff support and bookkeeping or other assistance as the Board may approve, shall hold all funds of the Society, other than those held by the Endowment and Investments Committee; shall keep an account of all income and expenditures; shall pay properly-approved bills; and shall render financial statements of the Society at the Annual Meeting and at such other meetings as may be required. The Treasurer may, with the Board's approval, appoint such deputies as he or she may require. The Treasurer, if not an elected trustee, serves as an ex-officio (non-voting) participant of the Board of Trustees and of the Executive Committee.	
134	Article IX	

135	Committees (9) and Councils	Category III: Partnership Governance (9) removed "and Councils". Council is defined as either an elected group or a governing body made up of delegates from various organizations. The term "council" is not used in Partnership Governance.
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137	<u>Committees, both standing and ad hoc, function to inform and support the work of governing the Society.</u> (10) Standing Committees shall exist through the years and provide continuity and means for fulfilling the mission of the Society. Chairpersons of these committees shall be empowered by the President of the Board and then confirmed by the Board as soon after the Annual Meeting as is practical. Chairpersons of Standing Committees shall be members of the Society and shall submit reports for the monthly meeting of the Board. Where appropriate, trustees shall be appointed as liaisons to standing committees. Special Committees are more transient in function and shall be empowered at any time at the discretion of the President and with approval of the Board. The Board shall, when necessary, take actions to fill vacancies in committee chairs and /or provide direction to committees to ensure Board policies are implemented and program areas are being adequately supported.	Category III: Partnership Governance (10) Text modified to clarify that under Partnership Governance committees are empowered by or accountable to the Board of Trustees and to differentiate committees from Ministry Teams. (See new Article X)
138	When necessary, the authority vested in any committee can be revoked, and a replacement committee formed to carry out its functions. Such action shall require a two-third vote of the full Board, provided that the resolution to dismiss a committee shall have been presented to the Board one month preceding such a vote.	
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140	SECTION 1: Special Committees. Special (or Ad-Hoc) Committees (or ad-hoc) may be appointed by the President and be empowered with approval of the Board, e.g. fundraising and audit. The President shall periodically biennially appoint a special committee to review and audit the financial accounts of the Society. Treasurer and the Endowment and Investments Committee. This audit committee shall consist of three Members approved by the Board. (11)	Category III: Partnership Governance (11) The Bylaws lay out a general sense of the Board's fiscal responsibilities, but the Policies can be more specific.
141	SECTION 2: Standing Committees exercise responsibility to administer programs within authorized annual budget limits, and Committee chairs shall prepare reports to the Board in the months of October and February, and shall submit an annual report for Members at the Annual Meeting and may, as needed, suggest policy initiatives that may be adopted by the Board. (12)The responsibilities of the Standing Committees are as follows:	Category III: Partnership Governance (12) Under Partnership Governance committees do not administer programs; instead they support the work of Governance. All program committess are now designated as Ministry Teams. Thus, this language is simply moved to a new Article X outlining the responsibilities of the Ministry teams.
142	SECTION 2.1 Buildings and Grounds: This committee shall be responsible for the care, preservation, and protection of all real property of the Society. . The Committee shall prepare a two year real property and condition plan and review or revise it annually. (12)	
143	Section 2.2: Technology Committee: The Committee shall research, maintain and propose changes to the Society's technology equipment. (12)	
144	SECTION 2.3 Care: This committee shall assist the Minister in meeting the pastoral needs of the church community.(12)	
145	SECTION 2.4 Celebration: This committee shall collaborate with the Minister and the Director of Religious Education to plan and present celebrations of life. (12)	

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147	SECTION 2.51 Endowment and Investment: This committee's membership must be confirmed annually by the Board and shall consist of at least three members, one of whom will be a member of the Board. The Endowment and Investment Committee shall:	Category IV: Corrected Numbering
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150	a. receive and account for all endowment and investment funds and related documents;	
151	b. prepare investment guidelines, revising as necessary, and submit for adoption by the Board	
152	c. buy and sell securities in the name of the Society;	
153	d. work with the Finance Committee on matters of common concern;	
154	e. report on its activities at the Annual Meeting and to the Board when requested.	
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156	SECTION 2.62 Finance Committee: This committee's membership <u>must be confirmed annually by the board and</u> (13) shall include a member of the Board and the treasurer. It shall:	Category IV: Corrected Numbering
157		Category III: Partnership Governance (13) Text added for consistency with original bylaw language for Standing Committees.
158	a. <u>Assist in the preparation of</u> (14) Prepare the annual operating budget for presentation and approval at the Annual Meeting;	Category III: Partnership Governance (14) Under Partnership Governance, the Budget Process is a shared collaboration between staff, the Treasurer, the heads of Teams, and the Stewardship and Finance Committees. We have been following this collaborative mode of preparing the budget for the past 3 years.
159	b. when needed, prepare a capital budget for presentation and approval at a duly-called meeting. (Such budgets shall be available to the membership at least two weeks prior to the meeting at which it shall be considered for vote);	
160	c. make quarterly reports to the Board on income and expense relative to the approved budgets and at the Board's request inform the membership of the salient facts about the operating and capital accounts;	
161	d. shall prepare and maintain an updated five year strategic financial plan to be reviewed annually by the Board;	
162	e. provide advice to the Board on any proposed modifications of the approved budget;	
163	f. assist the Treasurer and work with the Endowment and Investment and the Stewardship Committees on matters of common concern.	
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165	<p>SECTION 2.7 Ministry: This committee shall work to increase the effectiveness of the ministry by providing an active communication channel among the Minister, the Board and the congregation. The committee shall consist of six members and be appointed by the Board from the members of the Society. Each member shall serve a term of three years, with two members appointed each year. No consecutive terms shall be served. Half of the committee members shall be nominated by the Board (or by a committee instructed to do so by the Board) and half shall be nominated by the Minister. This committee shall participate with the Board in an annual evaluation of the Minister and the Society's ministry. (15)</p>	<p>Category III: Partnership Governance (15) Under Partnership Governance, the Ministry Committee has been dissolved. The dual functions of the old Ministry Committee, to improve communications between the minister and the congregation, and to evaluate the minister, had often worked at cross-purposes. It is problematic for the same group to work to both support and evaluate the minister. Ministerial evaluation is a central part of Board work.</p>
166	<p>SECTION 2.8 Music: This committee's membership shall include a member of the Board. It shall plan and present appropriate musical performances that enhance the Sunday celebrations and other activities. It shall work with the help of staff and volunteers and it shall coordinate its work with the Minister and the Celebration Committee. (12)</p>	<p>Category III: Partnership Governance (12) Under Partnership Governance committees do not administer programs; instead they support the work of Governance. All program committees are now designated as Ministry Teams. Thus, this language is simply moved to a new Article X outlining the responsibilities of the Ministry teams.</p>
167	<p>Section 2.9: Membership/Outreach: The committee shall work with the Minister and staff to assist in bringing newcomers into a path for membership and build/promote relationships among members and friends of the Society. In addition, the committee will coordinate and publicize events and other outreach efforts to attract newcomers and increase exposure of the Society within the larger community. This committee will coordinate and provide outreach support activities for worship services. (12)</p>	
168	<p>Section 2.403 Nominating: The members of the Nominating Committee shall be elected by a majority vote of the legal voting membership of the Society at the Annual Meeting. The purpose of the Nominating Committee is to assure that the Society has effective and diverse leadership to guide the future operations of the Society. The Committee shall work throughout the year to identify and assess members whose interests, abilities and talents would provide leadership on the Board of Trustees. The Committee shall also recommend possible chairpersons for standing committees when such vacancies occur. In addition, this Committee shall work with the Board to assess potential members for a settled search committee in the event that the pulpit becomes vacant, in accordance with Article VI, Sec 3. The Nominating Committee shall consist of five (5) voting Members serving staggered two Fiscal-year terms. No member of the Committee may serve more than four consecutive years. Each year the Nominating Committee will submit a slate of names to be voted on at the Annual Meeting for vacancies on the Board of Trustees. The slate of nominees for both Board of Trustees and Nominating Committee shall be posted at least two Sundays or two weeks prior to the annual meeting.</p>	<p>Category IV: Corrected Numbering</p>
169	<p>In the event that a vacancy occurs on the Committee during the fiscal year, the Nominating Committee shall recommend an eligible person to fill the vacancy subject to a majority vote of the Board of Trustees. No member of the Board of Trustees or the Minister shall serve on or participate in deliberations of this committee.</p>	
170	<p>Section 2.414 Personnel: This committee shall oversee and review compensation and benefit matters for employees and make recommendations on these to the Board. The committee shall develop and administer general personnel policies. It shall serve as liaison to the Board and to other committees and staff regarding compensation and benefit issues for the settled or interim ministers and for staff. <u>This committee's membership must be confirmed annually by the board and</u> at least one member of this committee shall be a member of the Board. (13)</p>	<p>Category IV: Corrected Numbering</p>

171		Category III: Partnership Governance (13) Text added for consistency with original bylaw language for Standing Committees.
172	Section 2.425: Stewardship: This committee shall plan and conduct the annual stewardship campaign with the assistance of the fiscal officers of the Society and other personnel from the membership. The campaign shall be conducted well in advance of the Annual Meeting so that prospective levels of income to meet the proposed levels of expense shall be available at the Annual Meeting. This committee shall coordinate and share summary pledge information with the Finance Committee and non-pledge information with other Standing Committees sharing common concerns. <u>This committee's membership must be confirmed annually by the board.</u>	Category IV: Corrected Numbering; Category III: Partnership Governance (13) Text added for consistency with original bylaw language for Standing Committees.
173	Section 2.13 Denominational Affairs: This committee shall promote the activities of the UUA and its component parts. (16)	Category III: Partnership Governance (16) This is group has not operated for many years. Under Partnership Governance it would be a ministry team.
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175	SECTION 3: COUNCILS: Councils are coordinating bodies which represent specific areas of Society programming for purposes of sharing information and working collaboratively unless further specified. (10)	Category III: Partnership Governance (10) removed "and Councils". Council is defined as either an elected group or a governing body made up of delegates from various organizations. The term "council" is not used in Partnership Governance.
176	Section 3.1. Finance Council: This Council shall consist of the Treasurer and Chairs, or their representatives, of the Religious Education Council and the Finance, Stewardship, Music, Personnel, and Buildings and Grounds Committees. The purpose of the Council is to provide coordinated input to the Finance Committee for purposes of financial planning. This Council shall meet as needed but at least annually. (12)	Category III: Partnership Governance (12) Under Partnership Governance committees do not administer programs; instead they support the work of Governance. All program committess are now designated as Ministry Teams. Thus, this language is simply moved to a new Article X outlining the responsibilities of the Ministry teams
177	Section 3.2 Religious Education Council: The Council, with the Religious Education Director and staff, shall plan and present programs for our children, youths, and adults. Such programs shall foster personal and social development of the participants and reflect the nature and philosophy of our church. The Council shall develop its own policies and budget. The Council's membership shall include a member of the Board, the Director of Religious Education, and the Minister (12)	
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179	Article X	
180	MINISTRY TEAMS	
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182	<u>Ministry Teams function to support the Society's ministry and programming, to implement policies, and to provide overall support for the Society's operations. Some critical Ministry Teams are:</u> (16)	Category III: Partnership Governance (16) This is the language taken from the original Committees and Councils sections to identify some crucial functions that some of the Ministry Teams undertake for the Society. This is not a comprehensive list, but it merely highlights some of the critical functions that were formerly outlined in the Committees section of the Bylaws.
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185	<u>10.1 Budget:</u> This team shall gather input from staff and Ministry Teams, and coordinate with the Finance Committee, Endowment and Investment Committee, and Stewardship Committee to craft an annual budget. (14)	Category III: Partnership Governance (14) Under Partnership Governance, the Budget Process is a shared collaboration between staff, the Treasurer, the heads of Teams, and the Stewardship and Finance Committees. We have been following this collaborative mode of preparing the budget for the past 3 years.
186	<u>10.2 Buildings and Grounds:</u> This team shall be responsible for the care, preservation, and protection of all real property of the Society.	Former Article IX, Section 2.1
187	<u>10.3 Care:</u> This team shall assist the Minister in meeting the pastoral needs of the church community.	Former Article IX, Section 2.3
188	<u>10.4 Celebrations:</u> This team shall collaborate with the Minister and the Director of Religious Education to plan and present celebrations of life.	Former Article IX, Section 2.4
189	<u>10.5 Membership/Outreach:</u> This team shall work with the Minister and staff to assist in bringing newcomers into a path for membership and build/promote relationships among members and friends of the Society. In addition, the team will coordinate and publicize events and other outreach efforts to attract newcomers and increase exposure of the Society within the larger community.	Former Article IX, Section 2.9
190	<u>10.6 Religious Education:</u> This team, with the Religious Education Director and staff, shall plan and present programs for our children, youths, and adults. Such programs shall foster personal and social development of the participants and reflect the nature and philosophy of the Society.	Former Article IX, Section 3.2
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193	Article XXI	Category IV: Corrected Numbering
194	Process for Amending	
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196	SECTION 1. The Constitution and Bylaws may be amended at any legal meeting of the Society by the affirmative vote of two-thirds of the legal voting members present, provided that the proposed change or amendment shall have been fully set forth in the call for such meeting, as provided in Article V.	
197	SECTION 2. Any approved amendments shall be numbered, dated and stated under Article XII XIII below.	
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199	Article XIXII	Category IV: Corrected Numbering
200	Severability	
201	If any portion of this Constitution and Bylaws is illegal or unenforceable due to New York State or federal law, the other portions shall remain valid.	
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203	Article XIIXIII	Category IV: Corrected Numbering
204	Amendments	No further changes to the existing bylaws.
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