

PROPOSED BY-LAW REVISION
Special Congregational Meeting - May 2, 2010

Explanation

First Unitarian Church of Omaha has a very large Board of Trustees compared to other churches and compared to the ideal. According to Dan Hotchkiss:

From the point of view of group process, the ideal board has seven members. A group that size finds it relatively easy to retain control of its agenda and to keep each member feeling responsible for the board's work. From the point of view of democracy, a seven-member board has some surprising advantages. Unlike a larger board, it can be under no illusion that its members fully "represent" the congregation. Small boards know that if they want congregational support (and they need it, whether they want it or not!), they have to engage constituents in continual two-way communication through committees, surveys, town meetings, and informal one-to-one exchange.

The proposed By-Law change below will reduce the number of lay members on our Board from sixteen (President, President-Elect, Past President, nine elected members, and four appointed members) to eight (President, President-Elect, and six elected members). Related changes in the Executive Committee and certain duties are also address.

Proposed New By-Law Wording

III. BOARD OF TRUSTEES

- A. The governing body of this church shall be a Board of Trustees consisting of (a) the President and the President-Elect, and (b) six other persons elected by the church membership (such six other persons being referred to herein as the "elected Trustees"). The minister shall be a member of the Board of Trustees but shall have no vote and shall not be counted for purposes of establishing the presence of a quorum.

- C. An elected trustee shall serve a three-year term. The term of office begins at the first meeting of the Board of Trustees following the Annual Meeting at which the Trustee was elected and ends at the beginning of the first meeting of the Board of Trustees following the last Annual Meeting in the term to which the Trustee was elected. Trustees elected to three-year terms may not serve two consecutive terms. A President-Elect of the Board of Trustees shall be elected by the membership at each Annual Meeting and shall serve on the Board of Trustees as President-Elect under the current President and the following year as President; the year thereafter such person shall serve as convener of the Nominating Committee under the subsequent President. At each Annual Meeting of the Church membership, one third of the elected Trustees shall be elected to serve a three-year term.

IV. OFFICERS.

- B. The President, President-Elect and a trustee selected by the Board of trustees shall comprise the Executive Committee of the Board of Trustees, with the minister as a non-voting ex officio member. Any two voting members shall constitute a quorum. The Executive Committee shall have power to act between meetings of the Board, to make recommendations to the Board, and to carry out those responsibilities and duties as may, from time to time, be prescribed by the Policies/Guidelines. Authority for acts of the Board of Trustees remains with the Board, and interim actions of the Executive Committee must be ratified by the Board at its next meeting.

Documentation Showing How the Proposed Change Affects the Current By-Law Wording

(underscore = addition, strikeover = ~~deletion~~)

III. BOARD OF TRUSTEES

- A. The governing body of this church shall be a Board of Trustees consisting of (a) the President, and the President-Elect, and ~~the immediate Past President/Advisor pursuant to paragraph C of this Article III,~~ (b) ninesix other persons elected by the church membership (~~the President, President Elect and immediate Past President and such~~ ninesix other persons being referred to herein as the “elected Trustees”), ~~(c) the Chairperson of the Finance Committee, the Chairperson of the House and the Grounds Committee and the Treasurer, all appointed by the President of the Board with the approval of a majority of the elected Trustees, and (d) the Chairperson of the council on Religious Education (the Chairpersons set forth in (c) and (d) all being referred to herein as the “appointed Trustees”).~~ The minister shall be a member of the Board of Trustees but shall have no vote and shall not be counted for purposes of establishing the presence of a quorum.
- C. An elected trustee shall serve a three-year term. The term of office begins at the first meeting of the Board of Trustees following the Annual Meeting at which the Trustee was elected and ends at the beginning of the first meeting of the Board of Trustees following the last Annual Meeting in the term to which the Trustee was elected. Trustees elected to three-year terms may not serve two consecutive terms. A President-Elect of the Board of Trustees shall be elected by the membership at each Annual Meeting and shall serve on the Board of Trustees as President-Elect under the current President, ~~—~~ and the following year as President, ~~and as immediate Past President/Advisor and;~~ the year thereafter such person shall serve as convener of the Nominating Committee under the subsequent President. At each Annual Meeting of the Church membership, one third of the elected Trustees; shall be elected to serve a three-year term. ~~Appointed trustees shall serve a term not to exceed one year. The term of office begins with the Board Meeting at which the appointment is approved by the trustees and ends at the beginning of the first meeting of the Board of Trustees after the next Annual Meeting of the membership. Appointed Trustees may serve any number of consecutive terms.~~

IV. OFFICERS.

- B. The President, President-Elect, and a trustee selected by the ~~immediate Past President, the Secretary, and the Chairperson~~Board of ~~the Finance Committee~~trustees shall comprise the Executive Committee of the Board of Trustees, with the minister as a non-voting ex officio member. Any ~~three officerstwo voting members~~ shall constitute a quorum. The Executive Committee shall have power to act between meetings of the Board, to make recommendations to the Board, and to carry out those responsibilities and duties as may, from time to time, be prescribed by the Policies/Guidelines. Authority for acts of the Board of Trustees remains with the Board, and interim actions of the Executive Committee must be ratified by the Board at its next meeting.