

Unitarian Universalist Congregation of Wilmington Mid-Year Congregational Meeting Minutes, January 2017

Date: January 29, 2017, 12:30 PM

Meeting Called By: Eden Avery, President.

Secretary: Bill Singleton.

BOT Members Attending: Patricia Forrest, Vice President; Marvin Fineman, Treasurer; Bill Singleton, Secretary; Tammy Ellison, John Grigsby, Roxie Morison, Jennifer Paetzold-Garcia, Barbara Wolk, Ex-officio: Rev. Cheryl M. Walker.

BOT Members Absent: Eden Avery

Staff: Sue Graffius: Director of Religious Education (DRE).

Congregational Members: 54 UUCW Members present.

Agenda

- 1) Rev. Cheryl lit the Chalice
- 2) Opening Remarks: Pat Forrest delivered the opening remarks as President Pro-Tem.
- 3) Finances: Marvin gave an update on church finances, asking members to pay their pledges through bank auto-payment.
- 4) Parliamentarian: Dave Morison was elected meeting parliamentarian. He called for a quorum. John Grigsby noted that 54 members had signed in out of a total of 205 members in good standing, providing more than the 20 percent required to declare a quorum.
- 5) Questions:
 - a) Jessica Holm asked about the maintenance of the church driveway and parking lot. Rev. Cheryl asked her to raise the questions in an email to the church office.
 - b) Jimmy Reeves asked if the Nominating Committee could stagger the terms of its members. Marvin mentioned that it had been discussed in the Board meetings. Roxie added that the Board will deal with the issue as a policy.
- 6) By-Laws: Marvin asked if the attendees had reviewed the proposed by-law changes that had been distributed in UUNews and as members signed in that morning. There was no discussion. Fred Campau moved to accept the proposed changes. The motion was seconded. It was passed by a majority by show of hands. The By-Law changes as approved are attached below.
- 7) Nominating Committee: Jessica Holm, the chairperson of the 2017 Committee, addressed the meeting. She provided an overview of the process the Committee follows to select three Board candidates since three will have their terms expire in June of each year. She said that the congregation will be asked if they would like to submit candidates for the Board and for the Nominating Committee. Board candidates will be expected to fill out an application. The opportunity to submit names will be announced in UUNews. She also asked any member

with questions about the Committee or the process it will follow to contact her at her private email address. She concluded that the Board would address staggering the Nominating Committee terms very soon.

a) Margaret Armstrong suggested that the next Nominating Committee be elected to terms of three, two and one years so that they will fall into a staggered order immediately.

8) The meeting was adjourned at 1:00 PM.

The Proposed Bylaws Amendments as Approved by the Congregation are below.

Drafted by Marvin Fineman & Approved by the Board of Trustees

January 2017

The Board is continually honing our Bylaws to give them the structure needed to guide our operations while not getting into so much detail as to require amendments every time we wish to make an operational change. While doing this, we come across typos, instances of unclear wording and inconsistent requirements in the existing document.

For our January Congregational meeting, we will present the following amendments for adoption by the Congregation.

Article VI, B., 1. - Definition of the duties of the President

The following deletions have been recommended to this paragraph:

1. President - The President shall serve, along with the Minister, as chief spokesperson and symbolic head of the Congregation. The President shall preside at all meetings of the Board or Congregation ~~and serve as an ex officio member of all committees, except the Nominating Committee and the Ministerial Relations Committee.~~ The President shall sign documents pertaining to the purchase or sale of real property as authorized by the membership. ~~The immediate past president shall be an ex officio member of the Board of Trustees.~~

The reason for the first deletion is that no one could think of a purpose to be served by this requirement. Furthermore, participation in nearly every committee imposes an undue commitment of the President's time in addition to the time required to be President and a Board member. The reason for the second deletion is that in practice the immediate past President is either already on the Board for his/her remaining term, or she/he is off the Board due to expiration of term. This requirement serves no known purpose. In both cases, our actual practice to date has not conformed to these requirements, with no harmful effects.

The amended section will read as follows"

1. President - The President shall serve, along with the Minister, as chief spokesperson and symbolic head of the Congregation. The President shall preside at all meetings of the Board or Congregation. The President shall sign documents pertaining to the purchase or sale of real property as authorized by the membership.

Article VI, B., 4. - Definition of the duties of the Treasurer

I had a proposed revision ready for the Congregational Meeting of June 5, 2016, but withdrew it when I thought I saw a conflict. The Bylaws require a "Treasurer's Report" to be presented at the Congregational Annual Meeting, which can be in June, but the Fiscal Year does not end until June 30. Upon further reflection, the term "Treasurer's Report" is undefined and does not necessarily require a report of the actual financial results for the full fiscal year, but may be an interim report for 11 months, with the last month projected (which is what I delivered at that meeting). Nonetheless, I believe that the Bylaws should require disclosure of the full year's actual financial result at some point. Therefore, I have added a sentence to the definition to effect this. The current wording of this section would be replaced in its entirety by the following:

"The Treasurer shall have custody of and account for all Congregational funds. The Treasurer shall report on the finances of the Congregation as directed by the Board and shall prepare a Treasurer's Report for the annual meeting of the Congregation and budget recommendations for adoption by the Congregation at the annual meeting. As soon as practicable after the end of each Fiscal Year, the Treasurer shall report the full year financial results to the Board and to the Congregation."

Article VII., A., 1. - Nominating Committee

Three problems have been identified in the third paragraph of this section. (1) The sentence requiring appointment of the Chair by the Board creates a potential for conflict; (2) the term of one year seems too short, given how difficult it is to recruit and train members; (3) how the Nominating Committee members get nominated is not set out. For (3) we should consider using the method used for the Search Committee whereby the Board presents a slate of candidates to the Congregation. We are presenting changes to address (1) and (2) now, and will work on (3) in concert with the Congregation in the coming months.

Current wording: "The Nominating Committee shall consist of three (3) to five (5) members. The Chair shall be appointed by the Board of Trustees. The remaining members shall be elected by the Congregation at its Annual Meeting, to serve a one (1) year term beginning on July 1st."

It appears that one member (the Chair) is appointed by the Board, then 2 to 4 members are elected by the Congregation. (a) The Chair seems to be responsible to the Board, while the remainder of the Committee seems to be responsible to the Congregation. The Committee as a whole seems to have two "masters" to serve. (b) Most other Committees choose their own Chair from their membership. Why is this committee treated differently? Absent a good

reason for treating this committee differently, we would delete the appointment of the Chair by the Board.

Addressing both of these concerns and the term of office, the new wording would be as follows:

"The Nominating Committee shall consist of three (3) to five (5) members who shall be elected by the Congregation at its Annual Meeting to serve a two (2) year term beginning on July 1st."

Article VII., A., 2. - Search Committee

(1) A typographical error needs correction, inserting the word "are" in the second line.

(2) Also, the wording here is clumsy compared to other similar provisions, so the following change is suggested:

" ... The Committee shall be composed of at least five (5) but not more than **consist of five (5) to** seven (7) current members of the Congregation who ~~are~~ informed "

Changes to the four sections above are all that the Congregation is asked to vote upon at the January meeting. We have other changes to work on before the June meeting, some of which are substantive, so we will be seeking Congregation input and discussion between now and June.