

## PROPOSED UUCGT BY-LAW AMENDMENTS

### POLICY COMMITTEE REPORT TO THE CONGREGATION

Prepared for the 2019 Annual Meeting

#### 1. Need to amend by-laws regarding the office of President-Elect:

The officers of UUCGT are elected by the board as one of its first acts following each annual meeting. Our by-laws call for the office of President-Elect, to succeed to the presidency the following year. Our Manual on Boards and Committees calls for a Vice President to be elected for a one year term. There is no requirement in the Manual that the vice-president succeed to the presidency. For the past several years, we have following the manual provision and elected a Vice-President, rather than a President-Elect. Your board recommends that the by-laws be amended to replace the office of President Elect with that of Vice President. A more detailed explanation appears below.

Our current By-Laws contain the following provision regarding officers:

**"Article VI, Section A. Method of election, composition, terms of office and removal from office.** A Board of Trustees, consisting of four Officers (President, *President-Elect*, Secretary, and Treasurer) and three Trustees at Large shall be elected by the Congregation at the Annual Meeting. The Members of the Board shall be elected as Trustees from the membership by a majority vote of a quorum. The Board shall select from among themselves the positions of President, President-Elect, Secretary, and Treasurer. Terms of office begin July 1. Trustees may serve sequential terms. Trustees shall serve three-year terms. *However, the offices of President and President-Elect shall be occupied for one year each, the President-Elect automatically proceeding to the position of President the second year and remaining as Trustee for the third.*" *(emphasis added for this memo)*

Our current policy manual contains the following language regarding board composition and job descriptions:

#### "BOARD OF TRUSTEES

The Board of Trustees consists of the Officers (President, Vice President, Secretary and Treasurer), each serving one-year terms, and three Trustees at Large, each serving staggered two-year terms. All terms begin on July 1."

The existing policy manual does not address how our UUCGT officers are chosen. Therefore, the by-law provision calling for the board to elect our officers is controlling. The principal distinction between the by-laws and the policy manual provisions has to do with the difference between a Vice President and a President Elect. The former serves for one year and may or may not succeed to the office of President. A President Elect would function as a Vice President when needed but would also be preparing to assume the presidency the following year.

The primary reason for using the President Elect model is to assure that an incoming president has been preparing to assume that leadership role. It also assures that there will be a continuity of leadership. The challenge is that it has proven difficult to find individuals who are willing and able to make this two-year commitment. Because our present practice is to have the leadership chosen by the Trustees and the LDC's function is to nominate Trustees (as opposed to nominating individuals for the specific leadership positions), there is no assurance that at least some of the trustees will have the time available and the motivation to make the two year commitment to be President-Elect and then President.

The board recommends that Article VI, Section A be amended to read as follows:

**Article 6, section A.** Method of election, composition, terms of office and removal from office. A Board of Trustees, consisting of four Officers (President, Vice-President, Secretary, and Treasurer) and three Trustees at Large shall be elected by the Congregation at the Annual Meeting. The Members of the Board shall be elected as Trustees from the membership by a majority vote of a quorum. The Board shall select from among themselves the positions of President, Vice-President, Secretary, and Treasurer. Terms of office begin July 1. Trustees may serve sequential terms. Trustees shall serve three-year terms. The Spiritual Leader shall serve as ex-officio member of the Board without a vote. Elected Members of the Board may be removed from office at the Annual Meeting or at a Special Meeting by a majority vote of a quorum.

## **2. Recommended Change to Leadership Development Committee By-Law:**

Our Leadership Development Committee is charged with the responsibility of nominating candidates for members of the Board of Trustees, The Endowment Committee and the Leadership Development Committee. The members of these three bodies are elected by the congregation at the annual meeting. Nominees for these three bodies must also be cleared by the Safe Congregations Response Team following formal background checks. The current by-law allows nominations by the membership up to 28 days prior to the annual meeting. In order to provide LDC and SCRT sufficient time to carry out their respective responsibilities in a timely but not urgent manner, the LDC, the SCRT and the Board recommend that Article VIII of the by-laws be amended to require that nominations by the membership be made at least 60 days prior to the annual meeting. The proposed replacement provision reads as follows:

**Article VIII.** The Leadership Development Committee (LDC) shall present a slate of candidates for a vote at the Annual Meeting. The slate shall include candidates for open positions to be nominated from the congregation's voting membership. Any member of the congregation may nominate a candidate to be considered by the LDC. Nominations by members must be presented to the LDC no later than 60 days prior to the Annual Meeting. The Leadership Development Committee will present its slate on each of three (3) Sundays prior to the Annual Meeting.

Article VIII of the current by-laws reads as follows:

"The Leadership Development Committee shall present a slate of candidates for a vote at the Annual Meeting. The slate shall include candidates for open positions to be nominated from the congregation's voting membership. The Leadership Development Committee will present its slate on each of three (3) Sundays prior to the Annual Meeting. Any two (2) members of the Congregation may nominate, in writing to the Leadership Development Committee, not later than twenty-eight (28) days before the Annual Meeting, additional candidates for open positions."