

## Summary of the proposed amendments to the UUCSC bylaws

### Amendments proposed in 2025

The 2024-2025 Board of Directors proposed a number of amendments to be voted on at the June 2025 annual meeting, but the vote was postponed so the amending language could be clarified. The amendments that were proposed in 2025 are:

Art. 4, Sec. B

Change the procedure for removing non-participating members from membership.

Art. 6, Sec. A(3), Art. 8, Sec. B; Art. 9, Sec. B

Allow committees to choose their chairs or co-chairs.

Art. 6, Sec. B

Changes a Board quorum from 50% to a majority.

Remove the requirement that the Board adopt standing rules for the conduct of meetings.

Art. 6, Sec. E

Provide for congregation election of a replacement for a director who does not complete a term. The current Board modified the original language proposed.

Art. 7, Sec. A; Art. 9, Sec. B; Art. 13, Sec. F

Allow committees to decide how their meetings will be conducted. The current Board clarified the original language proposed.

Art. 7, Sec. B

Prohibit Board members from serving concurrently on the Committee on Ministry.

Allow a person to serve more than one full consecutive term on the Committee on Ministry if necessary for continuity. The current Board clarified the original language proposed.

Art. 7, Sec. C.

Prohibit Board members from serving concurrently on the Nominating Committee.

Provide for congregation election of a replacement for a Nominating Committee member who does not complete a term. The current Board clarified the original language proposed.

Art. 7, Sec. D

Allow a member of the Committee on Right Relations to serve more than one term. The current Board clarified the original language proposed.

Art. 10, Sec. C

Require the Coordinating Council to meet at least five times a year. The current Board

clarified the original language proposed.

Art. 11

Eliminate the Board's authority to remove committee chairs.

Art. 13

Provide for approval of the minutes of each annual meeting by the Board rather than by the congregation at the next annual meeting.

### **New amendments**

The amendments now being proposed for adoption also include new amendments proposed by the current Board. The new amendments are:

Art. 2, Purpose and Mission

Art. 15, Dissolution

Churches are automatically considered nonprofit organizations under Sec. 501(c)(3) of the Internal Revenue Service Code, but each church needs to be able to show that it meets the criteria in the IRS Code for a nonprofit religious organization. The best way to do that is to get a "501(c)(3) determination letter" from the IRS. Renewal of our state retail tax exemption certificate was held up for a month in 2025 because we did not have that letter, and we will not be able to establish a nonprofit Venmo account without that letter.

The purpose for which the church was established, as stated in the church's bylaws or articles of incorporation, must specifically be a purpose listed Sec. 501( c)(3). The proposed amendment to Art. 2 adds a "purpose" clause to the bylaws as Sec. 1, and retains the gist of the original "mission" clause in Sec. 2.

The bylaws or articles of incorporation must also ensure that the church's assets will be permanently dedicated to a Sec. 501(c)(3) purpose. If the dissolution clause in the bylaws says that a specific organization will receive the church's assets upon dissolution, that organization's purpose must meet the Sec. 501(c)(3) criteria. The proposed amendment to Art. 15 adds language limiting the UUA's use of the church's assets to one or more of the tax-exempt purposes in Sec. 501(c)(3).

Art. 4, Sec. D

Allow non-members to chair committees.

Art. 6, Sec. E

Change the terms of directors to staggered three-year terms.

The current bylaws require three directors to be elected in odd-numbered years. However,

one of the current directors is serving a term that ends in 2026, and the other two are serving terms that end in 2027, because an error apparently was made in calculating the term of a director sometime during the past few years. The Board decided to recommend that the directors' terms be staggered. To make them staggered, the terms have to be three years instead of two years. The proposed amendments to Sec. E. provide for a transition from two-year to three-year staggered directors' terms.

Art. 7, Sec. B

Add a fuller description of the responsibilities of the Committee on Ministry.

Art. 16

The amendment corrects a grammatical error. It does not change the meaning of the sentence.