From the President

Bylaws – Revisions for Approval at the Annual Meeting

Most churches have some type of internal document that sets the rules and expectations for its members in relation to the ministry. Usually, this document is referred to as the bylaws.

Church bylaws outline a church's ministry's high-level decision-making. They define which actions, decisions, and policies are legitimate within one's congregation. Basically, this document acts as a type of contract between the church and its members. It details topics like the ministry's purpose, organizational structure and leadership roles. Like the Articles of Incorporation, the bylaws is one of the foundational documents setting out a church's internal rules and self-governance.

Keeping bylaws current and up to date is a best practice for any ministry. The last time our bylaws were updated was in 2020. Five years later, the board realized that many areas of our practice are out of compliance with our bylaws. As such, we have spent a lot of time going line by line to update the bylaws to make them simpler and to better reflect what our practice is.

These proposed revisions will be voted on at the June 8 Annual Meeting.

NOTE: The revisions we propose here are ONLY minor logistical changes for accuracy and simplicity. There are two more substantive issues that we chose NOT to address because we felt they needed discussion with the congregation at large. These issues are: (1) The roles non-members are eligible to hold (e.g. committee chairs, committee members, board, officers, search committees…). (2) Term limits for committee chairs – the bylaws state 3 years is the limit for a committee chair. We have not followed this. The board feels that these issues relate to broader considerations related to our leadership structure, volunteerism, burnout, and so forth, and need much more congregational input that we had time to do before June 8.

I think most of our recommendations are self-explanatory, but for those interested, here is a brief explanation of each. For the complete wording please click on the link to the edited bylaws. In that document, the words in bold black with a strikeout line through them we propose taking out. The bold words in red we recommend adding.

- Article 4 – Membership, (B) – Words in red simply reflect what is actually done in the process described here. The process itself is not being changed.
- Article 4 – Membership, (C) – Discussion on the sentence highlighted in yellow is postponed for congregational input next year.
- Article 6 – Board of Directors, (A-3) – Throughout the bylaws we propose taking the Board out of the role of appointing committee members and chairs. Committees shall select their own chairs.
- Article 6 – Board of Directors, (B-1) – Replacing the words "Fifty percent" with "A majority" works for any number of board members. With the current wording we'd need 3.5 board members present to constitute a quorum.
- Article 6 – Board of Directors, (E-4) – Changing the wording so if a director's seat on the board becomes vacant, the board only appoints a replacement for the remainder of the congregational year, not the entire term. We feel that directors should be nominated by the Nominating Committee (Nom Com) and elected by the congregation rather than appointed by the Board (except for the remainder of the congregational year).

- Article 7 – Committees of the Congregation, (A) – Simply adding that Committees shall decide how their meetings will be governed, instead of the requirement to use Robert's Rules.
- Article 7 – Committees of the Congregation, (B-2) – This year we have the situation where a member of the Committee on Ministry (COM) is becoming a new Board member. We realized (as she also does) that this is a conflict of interest. So, we propose adding the language that members of the board shall not concurrently serve on the COM.
- Article 7 – Committees of the Congregation, (B-3) – We propose simply taking out the language guiding the set up of the COM that occurred in 2020.
- Article 7 – Committees of the Congregation, (B-4) – Because we have a COM member leaving COM to serve on the Board, one of the two people who should be rotating off COM this year will stay on to ensure continuity. We added language to allow this type of exception to the staggered two-year terms.
- Article 7 – Committees of the Congregation, (C-2) – Similar to the COM, stating that Board members will not concurrently serve on the Nom Com, as it could be perceived as self-serving.
- Article 7 – Committees of the Congregation, (C-4) – If a seat on the Nom Com becomes available, the board will appoint someone only for the remainder of the congregational year.
- Article 7 – Committees of the Congregation, (D-2) – Adding the language to the Board appointing members of the Right Relations committee, that current members may be re-appointed.
- Article 8 – Administrative Committees, (B-1) – Simplifying by saying, "Each committee shall choose its own chair." We feel that the Board does not need to appoint the chair of a committee.
- Article 8 – Administrative Committees, (B-2) – same as previous bullet
- Article 9 – Program Committees, (B-1 & 2) – same as previous bullet
- Article 10 – Coordinating Council (CC), (C) – Added words to give the CC more flexibility in when they feel the need to meet.
- Article 10 – Coordinating Council, (D) – Corrected the number of clusters.
- Article 11 – Removal of Officers and Directors – Removed "Chairs" from title as the Board does not need to be involved in removing committee chairs since committees determine their own governance and choose their own chairs.
- Article 11 – Removal of Officers and Directors – Changed the language to reflect that unexcused absences from board meetings in excess of 3 during the course of the year (instead of 3 consecutive meetings) will be cause for removal. No one would be removed from the board when there is "sufficient cause" for the absence.
- Article 13 – Meetings, (B) – Robert's Rules of Order state that it doesn't make sense to approve minutes, e.g. Annual Meeting, 12 months after the meeting has passed. Robert's Rules state that another body can be authorized to approve the minutes after the meeting. In this case, the change to this item of the bylaws is to authorize the Board to correct and approve the minutes at the next Board meeting following the annual meeting. Thus, at the next annual meeting, the congregation does not approve the minutes but ratifies the approval done previously by the board.

Thanks for your consideration of our proposed changes. Sorry that my last reflection had to be so dry and weighty! I'll continue to be around sharing in the work of the congregation. Hope to see you all at the June 8 annual meeting!

Nancy