

Fall Business Meeting Minutes  
October 23, 2005  
DRAFT

Meeting called to order at: 12:15 PM

Chair: Walt Main  
Secretary & Parliamentarian: Margo Smith  
Tellers: Jim Beebe and Connie Springer  
Music: Ruth Webb and Pauline Stonehill

Absentee Ballots: 24  
In Attendance: 26  
Total: 50  
Required for Quorum:  $104 \times 40\% = 42$

1. RESOLVED that the minutes of the May 2005 business meeting be approved as they appear on our web site.

Aye: 26 Nay: 0  
PASSED

2. Report of the Endowment Committee (see attached) (Irving Yabroff)

3. Election of three Nominating Committee members.

Nominations:

Susan Parks declined  
Sabine Omvik declined  
J.J. Martin, declined

Ann Campbell, accepted  
Lou Yabroff, accepted  
Jonathan Sparks, accepted

ELECTED UNANIMOUSLY AS A SLATE.

4. RESOLVED that the Fellowship bylaws be amended by incorporating the articles below and renumbering otherwise unchanged articles to accommodate the new articles "Article IV - STATEMENT OF NON-DISCRIMINATION" and "Article X - SETTLED MINISTERS". The amended bylaws will take effect when the current meeting is adjourned, except that the new Nominating Committee provisions will not take effect until the next Spring Business Meeting.

Those present at meeting:  
AYE: 26 NAY: 0

Absentee Ballot:  
AYE: 26 NAY: 1

PASSED

#### ARTICLE IV - STATEMENT OF NON-DISCRIMINATION

This congregation affirms that membership is open to all adults. Hiring shall be based on character and abilities, not such things as ethnic background, age, sexual/gender orientation or disabilities.

#### ARTICLE V - MEMBERSHIP

##### 1. QUALIFICATIONS

This society shall welcome into membership any person who supports the purposes stated above, is at least eighteen years of age or has completed the Coming of Age program, and who has signed the membership book.

##### 2. VOTING

Any person, in order to vote at a business meeting, must have been a member of the Fellowship for thirty days immediately preceding such meeting.

##### 3. FINANCIAL CONTRIBUTION

It is expected that members of the Fellowship shall make a financial contribution of record each fiscal year.

##### 4. LIFETIME MEMBERS

Lifetime membership may be bestowed on longtime members by the Board of Trustees. Lifetime members are not required to make a financial contribution and may not vote, but are entitled to all other benefits of membership.

##### 5. DISCONTINUING MEMBERSHIP

Upon written request, any member may withdraw from membership. Members who have died, moved from the area, can not be located or who have not within the previous fiscal year contributed their financial support may be removed from membership by the Board of Trustees.

#### ARTICLE VI - MEETINGS

##### 1. BUSINESS MEETINGS

The regular business meeting will be held in April or May each year, the exact date to be set by the Board of Trustees. At that meeting, the membership will adopt the budget for the coming year, and will conduct such elections as are called for elsewhere in these bylaws. Matters not mentioned in the call for the meeting may be considered.

The Board of Trustees may call special business meetings of the Fellowship at any time. The board will consider a request for a special business meeting from any member. The board is required to call a special business meeting upon receiving a petition signed by ten percent of the members. The petition must list the matters the meeting is to consider.

##### 2. NOTICE

The Secretary shall mail to the membership notice of any business meeting at least ten days prior to the meeting. The notice shall include a statement of the business to be considered and such supporting documents as are appropriate, such as a proposed budget.

##### 3. ABSENTEE BALLOTS

Members entitled to vote shall be permitted to vote in person or by absentee ballot. Members may submit an absentee ballot for all non-amended resolutions or elections using the ballot sent to the members with the notice. All absentee ballots must be submitted to the Board Secretary

thirty minutes prior to the scheduled start of the business meeting.

#### 4. MAIL BALLOTS

The Board of Trustees shall determine if voting will take place by mail instead of at a membership meeting. If a vote is to take place by mail, all ballots are to be mailed to members at least fourteen days before ballots are to be counted.

#### 5. QUORUM

Except as otherwise specified in these bylaws, a quorum shall consist of twenty percent of the voting members. Absentee ballots do not count as part of the quorum.

#### 6. ELECTION MATTERS

##### a) Nomination by petition.

Nominations may be made for candidates for election by written petition signed by any voting member and by the nominee, delivered to the Secretary at least fifteen (15) days prior to the date of the meeting.

##### b) Nomination from the floor.

Nominations from the floor and by write-ins on absentee ballots are always allowed.

Nominations from the floor require the assent of the nominee, either verbal if the nominee is present or submitted to the Secretary in writing if the nominee is not present.

##### c) Unfilled Positions

The Board will solicit a candidate from the Nominating committee for each unfilled position. If no acceptable candidate is presented, the Board will make a selection. A vote of the majority of the Board of Trustees will be required to seat the candidate until the next general membership meeting.

##### d) Separation of certain committees

A person may not serve at one time on more than one of the Nominating Committee, the Board of Trustees, and the Committee On Ministry.

#### 7. PARLIAMENTARY AUTHORITY AND PARLIAMENTARIAN

The President of the Fellowship may appoint an individual to serve as Parliamentarian for any business meeting. The parliamentary authority shall be The Standard Code of Parliamentary Procedure by Alice Sturgis.

#### ARTICLE VII - BOARD OF TRUSTEES

##### Section 1 - Duties of the Board

The Board of Trustees shall conduct the affairs of the Fellowship as directed by these bylaws and by policies established by the members. The Board's responsibilities not described elsewhere are:

a) Furthering the Purposes of the Fellowship as described in Article II through creating and implementing long and short-term plans and setting policy.

b) Appointing an Audit Committee which will examine the Fellowship's books and accounts.

c) Establishing guidelines with respect to restricted gifts and budget adjustments.

d) Defining the purposes, goals, and limitations of all committees, including such new committees as may be required.

##### Section 2 - Board Meetings

- a) A quorum of the Board shall be a majority of the serving board members.
- b) The Board of Trustees shall hold regular monthly meetings. Special meetings of the Board of Trustees shall be held upon four days prior notification to all Board of Trustees members.
- c) All regular and special meetings of the Board of Trustees shall be open to the membership. The membership shall be notified of the time, date and place of all regular meetings. Publication in the Fellowship newsletter shall constitute adequate notice of a regular meeting.
- d) The Board of Trustees may go into closed session to discuss confidential personnel, membership, or legal issues.

### Section 3 – Trustee's Qualifications

All Trustees shall be members of the Fellowship for at least one year.

### Section 4 - Officers and Other Trustees.

The board is composed of four officers, President, Vice President, Treasurer, and Secretary plus five other trustees: of Administration and Building, of Sunday Programs, of Social Justice, of RECCY (Religious Education Committee for Children and Youth), and of Membership.

### Section 5 - Election and term

Trustees whose term has expired shall be elected at the Spring business meeting. They shall serve for a two-year term beginning on the first of July.

No member of the Board of Trustees shall serve more than six consecutive years on the Board of Trustees, nor more than four consecutive years in the same Board position.

The President, Vice President, trustee of Administration and Building and trustee of Sunday Programs shall be elected at the Spring Business meeting in odd years and all other trustees in even years.

Vacancies on the Board will be filled by the Board until the next general meeting.

### Section 6. – Committee Chairs

Any board member whose duties include chairing a committee may, with board approval, delegate that chairmanship to another member.

### Section 7. - Duties of the Trustees

- a) The President shall preside at meetings of the Board of Trustees and of the membership, and represent the membership on all appropriate occasions.
- b) The Vice President shall assist the President and shall assume the President's duties when the President is absent. The Vice President is also responsible for the leadership and facilitation of long term planning.
- c) Secretarial duties shall include recording the minutes of the Board of Trustees meetings and the business meetings, giving notice of business meetings, and handling official correspondence.
- d) The Treasurer shall be responsible for the receipt and disbursement of all Fellowship moneys,

and keep a complete accounting of the finances. The Treasurer shall chair the Finance committee and be a member of the General Endowment Committee.

e) The Administration and Building Trustee shall chair the Building Committee. The following functions are also under this Trustee: newsletter, publicity, and website.

f) The Sunday Programs trustee shall chair the Sunday Programs Committee and focus on providing Sunday services and forums.

g) The Social Justice Trustee shall chair the Social Responsibility Committee and focus on social justice issues.

h) The RECCY trustee shall chair the RECCY. The Director of Religious Education (DRE) reports here.

i) The Membership trustee shall chair the Membership Committee and maintain membership records.

## ARTICLE VIII - ENDOWMENT COMMITTEE

Section 1. The General Endowment Committee shall be composed of the Treasurer or his designee and three non-trustee members elected by the General Membership.

Section 2. The General Endowment Committee will be responsible for establishing, administering and accounting for the assets of two funds. These funds are for use of members and friends who wish to make tax-deductible gifts to the Fellowship, in the form of money or other assets, during their lifetime or from their estates. These funds shall be used to further the purposes of the Fellowship as stated in Article II. The General Endowment Committee shall account for and report to the membership all activity and the status of each fund at the annual membership meeting. The two funds will be set up as follows:

a) The "General Endowment Fund-Unrestricted" containing all assets gifted to the Fellowship to carry out its purposes without specific requests or directions about how it is to be done.

b) The "General Endowment Fund-Restricted" contains all assets gifted to the Fellowship, to carry out one or more specific purpose and may include direction and timing on how to do so. All funds accepted are subject to the approval of the Board of Trustees.

Requests for expenditures from these funds shall be made to the General Endowment Committee who will submit a recommendation to the Board of Trustees for approval.

Detailed directions regarding the administration of these Funds are described in Appendix A which is included as an integral part of these Bylaws.

## ARTICLE IX - NOMINATING COMMITTEE

### 1. COMPOSITION

The committee will be composed of five persons who have been members of the Fellowship for at least one year.

### 2. ELECTION AND TERM

The committee will be elected by the members at the spring meeting to serve for one year beginning July 1. A committee member may not serve more than two years in succession. Vacancies will be filled by the board.

### 3. DUTIES

To study the needs and leadership requirements of the Fellowship

To publicize and solicit qualified candidates for any elective positions that are not filled.

To interview prospective nominees, to familiarize them with the responsibilities of the position being considered, and to secure their consent to serve in accordance with the job descriptions in the Guidelines if elected.

The Nominating committee shall notify the congregation of its nominations at least twenty days before the vote by posting the nominations at the regular meeting place of the Fellowship and by such other means as are in regular use.

## ARTICLE X - SETTLED MINISTERS

### 1. QUALIFICATION

The minister shall be in Fellowship or Preliminary Fellowship with the Unitarian Universalist Association.

### 2. DUTIES

The minister shall be responsible for the conduct of worship within the congregation and for the Fellowship's spiritual interests and affairs, with complete freedom of the pulpit and of public speech. The minister will be an ex-officio participant in board meetings and will be welcome at meetings of other committees.

### 3. SEARCH COMMITTEE

The ministerial search committee will be composed of seven members, elected by the congregation.

### 4. CALL

The minister shall be called, upon recommendation of the ministerial search committee, by a four-fifths majority of voting members present and voting at a special membership meeting called for the purpose. The quorum for such a meeting shall be forty percent of the voting members.

### 5. DISMISSAL

Dismissal of a minister requires a majority vote of the members present and voting at a membership meeting. Notice that the meeting will consider the minister's dismissal must be mailed to the members thirty days before the meeting.

### 6. CONTRACT REQUIREMENTS

The minister's contract must provide that the contractual relationship may be dissolved by either party for any reason upon three months written notice.

## ARTICLE XV - EXPENDITURES AND PURCHASES

### 1) UNBUDGETED EXPENSE

a) The Board is responsible for authorizing non-budgeted expenditures up to ten percent of the operating budget.

b) Unbudgeted purchases or expenditures costing more than ten percent of the operating budget must be approved at a business meeting by a majority vote of eligible members present and voting.

### 2) EMERGENCY EXPENSE

In case of an extraordinary event that involves the safety of the members of the general public or structural integrity of the building or any real property owned by the Fellowship, or if any public authority requires it, the Board of Trustees is authorized to spend the money necessary to meet the requirements of public safety.

### 3) INSTRUMENTS ISSUED

Notes, bonds, or other instruments issued by the Fellowship become a debt obligation of the total membership and, as such, must be approved by the members in accordance with Section 2 of this article. If a lender or holder of such an instrument requests in writing the repayment of a note or repurchase of the instrument because of financial hardship, it shall be the policy of the Fellowship to make every effort to repay or find a buyer for said obligation as soon as practical.

#### 4) ENDOWMENT EXPENDITURES

The Board of Trustees is responsible for authorizing any expenditure from any of the Endowment funds, as recommended by the Endowment Committee. Dispersal of any fund principal requires the approval of two-thirds of the membership.

----- End Bylaws -----

#### 5. New Business

It is hard to see our sign from Blossom Hill Road, any action on this matter?

Yes, a new sign is on the list of action items for the building committee.

Charlie offered to donate more money for a better new sign.

Walt asked for suggestions of places to donate the split-plate funds:

Humane Society

ACT for Mental Health

Third Street Community Center

...a little help

Tim Connelly announced Leadership Day November 5th at UUCPA

The UULM has gone through the ballot and made recommendations for the upcoming Election.

These recommendations can be found on the web.

Meeting was adjourned at 12:50PM

Respectfully submitted by: Margo Smith, Secretary

Attachment follows

#### REPORT ON THE UUFLG ENDOWMENT FUNDS

October 19, 2005

The current bylaws state that a report on the Endowment Fund is to be made to the Membership at each semiannual meeting.

In 1998, Ed Crane, a former member now deceased, made four gifts to the Fellowship totaling \$15,000. These funds were kept in a Money Market account until recently and the income has been added to the principal each year. The balance of the funds as of June 30, 2005 was \$17,684.61 of which \$17,440.10 was principal and \$244.51 was income earned during this last fiscal year.

At the June 9, 2005 Board Meeting, the Treasurer was authorized to invest the Endowment Funds in the UUA Endowment Fund. They will be invested safely at a higher rate of return than we have been getting in our money market account. Thus, the \$17,440.10 of principal was sent to the UUA Endowment Fund and invested as of July 1, 2005. The \$244.51 of income for this last fiscal year is held in a Fidelity Money Market account so as to be available for disbursement.

Our new Endowment Committee, elected at the Spring Business Meeting, consists of Ann Campbell, Cal Clauer and Lida Kruzek. The Treasurer and bookkeeper are also members of that committee. The committee will meet this fall to set procedures for using Endowment fund income and will plan means to greatly increase the endowment funds available to the Fellowship.

John Omvik  
Treasurer