

**PROPOSED AMENDED AND RESTATED BYLAWS**

**Of The**

**UNITARIAN UNIVERSALIST FELLOWSHIP OF LAKE NORMAN**

**The Board is suggesting some changes to our current bylaws.**

**The Synopsis of Suggested Changes which follows next gives you a quick overview of what the proposed changes are and where to find them in the Bylaws.**

**Copy in BLACK is the existing wording that is not being changed.**

**The Board is not suggesting that every section of the Bylaws needs to be modified. If there is no change being suggested, that section of the Bylaws will not be in the document that follows. You can see the full copy of the current Bylaws and the Enabling Resolutions for a Building Fund using the links on this page under Board of the Trustees Governing Documents.**

**If Board is suggesting we change or delete a bylaw, the copy that appears in RED is what the Board is recommending be changed or deleted.**

**If the copy is in BLUE that is the new wording that the Board is suggesting as a replacement.**

**Our Fellowship will vote on these proposed changes in August at a special meeting of the Congregation. Please use this time between now and the meeting to review the existing bylaws and the suggested changes. We welcome your questions, concerns or suggestions in advance of the meeting.**

**The Bylaws were adopted in 2011. They were amended April 26, 2015, May 31, 2015, September 27, 2015, December 3, 2017, and December 2, 2018**

**SYNOPSIS OF THE RECOMMENDATIONS FOR REVISING THE BYLAWS**

1A. NAME Codified using the shortened name for the Fellowship except for legal documents and legal situations.

III MEMBERSHIP, Changes suggested to clarify steps to become a member and to delete the category Non-voting Member as those individuals would be considered friends.

IV BOARD OF TRUSTEES, A. Composition, Addressed the issue of the President serving a year as Past President and having a vote.

IV. BOARD OF TRUSTEES, B. Terms, Recommended that the Secretary and Trustee At Large serve two-year terms

V. OFFICERS, B. Vice President. Addressed the contradictory instructions for handling a vacancy in the office of the President. Also recommended that the person nominated as a replacement be someone who has served a term on the Board.

V. OFFICERS, D. Treasurer, 8. Addressed the co-Treasurer issue, allowing, but not requiring, co-Treasurer(s), and providing that, if there are two, co-Treasurers each has a vote and their terms of office will be staggered.

VI. BUILDING FUND. Working together with the Building Fund Committee, we incorporated the existing Building Fund information that was already in the Bylaws with the more detailed information that was in the Enabling Resolutions for the Fund. Both the Board and the Building Fund Committee are satisfied with the changes.

XI. NOMINATIONS AND ELECTIONS. A. Addressed the statute requiring the Nominations Committee to present a slate of candidates in March by changing the month to November and requiring the Nominating Committee to consult with the Board before the slate of candidates is announced.

XI. NOMINATIONS AND ELECTIONS. D. Trustees Corrected the statute that said we elect 2 Trustees each year; we elect one Trustee at large who serves two years.

XI. NOMINATIONS AND ELECTIONS, E. Vacancies. Addressed the procedure to be followed in the case of a vacancy in the office of Vice-President.

The Board also recommends removing the ADDENDA, Policy Regarding Disruptive Behavior, Steps for Addressing Congregational Conflicts, and Covenant which follow the Bylaws but are not part of them. These policies will be retained as historical documents, policies, and procedures.

## I. Name and Purpose

A. Name. The name of the Fellowship shall be the Unitarian Universalist Fellowship of Lake Norman.

**Recommendation: ADD: Except for legal documents, the name Unitarians of Lake Norman can be substituted for simplification.**

## III. Membership A. Membership Qualifications

3. has signed the Membership Book and within thirty days of signing the Membership Book has been approved as a member of the Fellowship by the Board; and

**Recommendation: DELETE: has been approved as a member of the Fellowship by the Board**

## III Membership B. Membership Qualifications – Non-voting Member.

**Recommendation: DELETE B. Membership Qualifications – Non-voting member**

III C 3 a) If the member has not participated in the Fellowship for one year; or

**Recommendation: ADD or as shown above..**

## IV. Board of Trustees

A. Composition. The Fellowship shall be administered by a Board of Trustees. The Board shall be composed of the Fellowship's Officers: the President, Vice-President, Secretary and Treasurer, and one at-large Trustee, with each having voting privileges.

**Recommendation: Clarify by listing: Secretary, Treasurer(s) and add Past President. The parentheses (s) is to demonstrate the possibility of for co-Treasurers**

### IV. Board of Trustees A. Composition.

**Recommendation: ADD: At the discretion of the Board two people can serve as Co-Treasurers with each having a vote.**

IV. B. Terms. The Secretary and Trustee shall each serve terms of one year, the Treasurer shall serve a term of two years.

**Recommendation: The Secretary, Trustee at Large, and Treasurer(s) shall each serve terms of two years.**

The Vice-President is president-elect and shall become President at the end of the that person's term in office, both of them serve in effect for two years, one in each of the two offices.

**Recommendation:** The Vice President is the President-elect and shall become President at the end of the term. The person leaving the office of President will serve as Past President for a year with voting privileges; thus, a person elected as Vice-President serves three years, one year in each office as Vice-President, President, and Past President.

**IV. G. Budget.** The Board shall approve the annual operating budget. The Board will circulate a proposed operating budget at least 30 days prior to the Board meeting at which the budget may be approved.

**Recommendation:** change the Board in the second sentence to Treasurer(s) so that the sentence will read: The Treasurer(s) will prepare and circulate a proposed operating budget to the Board at least 30 days prior to the Board meeting at which the budget may be approved.

**V. Officers B. Vice-President. 3.** Assume the Presidency for the balance of the President's term if the office of the President becomes vacant.

**Recommendation:** Change to read: Assume the Presidency for the balance of the President's term if the office of the President becomes vacant with less than six (6) months remaining of the departing President's term. If the office of the President becomes vacant with more than six (6) months remaining in the term, see XI. E. Vacancies.

**V. C. Secretary 5.** Be custodian of all non-financial records of the Fellowship including membership records.

**Recommendation:** add including the current copy of the Fellowship Bylaws so that the sentence will read: Be custodian of all non-financial records of the Fellowship including membership records and the current copy of the Fellowship Bylaws.

**V. D. Treasurer**

**Recommendation** add (s) so the it reads: V. D. Treasurer(s)

**V. D. Treasurer(s) Recommendation:** change #5 to #6 and insert for 5 the following:

**V.D. Treasurer(s). 5.** Prepare an operating budget for the Board's review and approval to submit to the Congregation for final approval.

**V. D. Treasurer 7. The Board may appoint an assistant treasurer empowered to sign checks and financial papers.**

**Recommendation: Change to: The Board may appoint a co-Treasurer empowered to sign checks and financial papers and that person will have full Board voting privileges**

## **VI. Building Fund**

### **A. Building Fund Purpose**

**The purpose of the UUFLKN Building Fund is to receive, hold, and prudently invest assets that may be used by the Fellowship to acquire and/or upfit land, buildings, and related facilities to house its activities. Funds may be used to acquire an option to buy property, and/or to enter into a long-term lease. Funds may be used for design and engineering, repair of facilities, acquisition fees. landscaping and parking, furnishings, equipment and signage.**

### **B. The Building Fund Committee Membership**

**The Building Fund Committee shall consist of three (3) persons all of whom shall be voting members of the Fellowship. The term of each member shall be three (3) years. These terms will be staggered. No member may serve more than (2) two consecutive terms. Members may be re-elected to the committee after a (1) one year lapse in service. Members for the building committee will be nominated by the Nominating Committee and elected during the annual meeting. The Minister and the President of the Board of Trustees, or her or his designee, shall be advisory members of the Committee. The committee will prepare an annual report detailing its activities**

### **C. Gifts to the Building Fund and Their Investment**

**Building Fund monies will be held in a separate checking account in the bank that the Fellowship uses for its banking activities. Any expenditure over \$250 by the Building Fund Committee will require Board approval. However, the majority of the Building Fund Committee's monies will be invested with the Unitarian Universalist Common Endowment Fund. The investment will be held in a separate account from the Fellowship's general endowment.**

**Any withdrawal from the endowment must be approved by the Board. If the Building Fund is offered gifts of land or real estate, the acceptance of these gifts requires a clear written and signed mutual understanding of assignment of (for instance-but not necessarily limited to) any carrying costs, obligations, contingencies, tax burdens, liquidation commitments, and any other liabilities before presentation to and consideration for approval by the Board, which is required before finalizing any agreement. Any stock gifts received for the Building**

Fund will be sold immediately by the Fellowship's broker and added to the Building Fund endowment unless the stock is specifically approved to be held by the Board.

## XI. Nominations and Elections

A. Submission of Nominees. At the March meeting of the Board,

**Substitute:** At the November for March meeting of the Board,

A. Prior to making its determination, the Nominating Committee shall invite the Fellowship to submit suggested names

**Recommendation add and will meet with the Board to discuss their needs and suggestions**

A. Submission of Nominees. ...and shall announce names of nominees from the pulpit at least twice prior to the April board meeting.

**Substitute:** November for April in this sentence and in the sentence about submitting a petition. Also reword announcing nominees to read during at least two services

**D. Trustees. DELETE: Two Trustees shall be elected every two years for a two-year term and two trustees shall be elected annually for a one-year term. Trustees shall take office as provided in Section G of this Article. A Trustee may not be elected for more than two consecutive terms in this Capacity. With respect to the two-year term Trustee positions, only one two-year Trustee shall be elected at each Annual meeting so that the terms of the two-year Trustees will end in different years.**

**Substitute:** One at-large trustee shall be elected for a two-year term. If, after one year, that Trustee is nominated by the Nominating Committee to be Vice-President and is elected, another Trustee- at large will be nominated and, once elected, will serve a two- year term.

XI. E. Vacancies. In the event that the office of President becomes vacant, the Nominating Committee shall make a nomination to fill the vacancy, and a special meeting of the Fellowship shall be called to fill the vacancy.

**Recommendation:** Change to read: In the event that the office of President becomes vacant with more than six (6) months remaining in the term, the Nominating Committee shall make a nomination to fill the vacancy, and a special meeting of the Fellowship shall be called to fill the vacancy for the remainder of the term. That elected person will be called the Interim President and will have full voting privileges. The person who is nominated to be Interim President must be someone who has served at least one term on the Board, preferably, as a Vice-President or President. At the end of the vacated President's term, the existing Vice President will become President, and the person who had served as Interim President will become the Past President with continued voting privileges.

If the office of the President becomes vacant with less than six months remaining, the Vice President will assume the Presidency and the Nominating Committee shall make a nomination to fill the Vice President's vacancy, and a special meeting of the Fellowship shall be called to fill the vacancy.

### **Addenda**

#### **Suspension of Certain Bylaws June 4, 2017**

**Recommendation:** the addenda item regarding UU LKN possibly joining PUUC should be maintained as a historical document, but not shown as part of the bylaws and should be removed from them.