

Amendments to Board-submitted Bylaws Revision Draft Proposed by Church Members

In response to the Town Hall meeting on March 17, 2024, and in accord with Board-approved procedures for proposing amendments at the congregational meeting, several members have indicated that they intend to submit amendments to the Bylaws Revision Draft submitted by the Board and published on the church website. This was the draft discussed at the town hall meeting. The proposed amendments are described below. Each amendment to the Board draft would need to be moved and seconded at the congregational meeting, debated by the congregation, and decided by majority vote. If successful, the changes specified by an amendment would be incorporated into the draft text of bylaws revisions under consideration by the congregation.

The congregation would then vote on the bylaws-revision document, including any changes incorporated by successful amendments. Adoption of the bylaws revision requires two-thirds of the votes cast.

In accord with the guidelines set by the Board, no additional amendments will be accepted from the floor at the congregational meeting.

Title of Head OMC Officer

[The Board-submitted draft changes the title of the head officer of the OMC from ‘Program Officer’ to ‘**Chief Executive Officer (CEO)**’.]

Nancy Coleman has submitted the following amendment:

Replace ‘**Chief Executive Officer (CEO)**’ with ‘**Chief Operating Officer (COO)**’ throughout.

Executive Sessions

[The Board-submitted draft stated that the OMC and committees can declare executive sessions in their meetings. The Board had already had that ability.]

Sundar Mudupalli submitted the following amendment:

State that minutes will include decisions made in executive sessions. The proposed revised section of III:9 (Open Meetings) is as follows. (The Board additions are in red; the additions from this amendment are in blue):

III:9: Open Meetings – All meetings of Church committees, including meetings of the Board and its committees, and the Operations Management Council and its committees, are open unless otherwise specified in these bylaws or in the Board Policy. However, meetings of the Nominations Committee or the Search Committee are not open unless permitted by those committees. **The Board, the OMC, or a committee may declare executive sessions to conduct sensitive business that should not be public; such a meeting may include only the actual**

members of the body and any persons they explicitly invite. If executive sessions are called in advance, the general topic will be on the agenda. Minutes of the meeting will include decisions made in the executive sessions.

Authority for hiring staff

[The Board-submitted proposal states that the Minister hires staff, rather than assigning that responsibility to the OMC in general.]

Personnel Officers Sundar Mudupalli and K’Ailsa Rowan, and CEO/COO Jan Theiss-Guffey submitted the following amendment:

[The following set of changes refines the hiring responsibility to be more collaborative between the Minister and the OMC. Original bylaws text is in black, Board-submitted changes are in red, changes from this amendment are in blue.]

Article IX describes the responsibilities of the OMC. The original bylaws text of section Article IX, Section 1.e reads:

Section 1.e. With the Senior Minister's approval, employ and discharge staff personnel and establish their terms of employment and compensation

Proposed new text of section 1.e:

Section 1.e: Collaborate with the Minister to employ and discharge staff personnel and establish their terms of employment and compensation

The original bylaws text of Article IX, section 6 reads:

Sec. 6: Personnel Policy – The OMC shall establish and publish policies for hiring, firing, compensating, and setting work conditions for Church staff, consistent with Federal, State, and local laws and regulations, and in accordance with Unitarian Universalist principles.

The proposed revision reads:

Sec. 6: Personnel Policy – The OMC shall establish and publish policies for hiring, discharging, compensating, regularly reviewing performance, communicating reviews to staff members, conditions of probation and grounds for discharge, and working conditions for Church staff, consistent with Federal, State, and local laws and regulations, and in accordance with Unitarian Universalist principles.

Article XII is about Staff.

Article XII, Section 2 in the current bylaws reads:

Sec. 2: Reporting Structure – Staff members are hired or discharged by the OMC. The Personnel Officer in conjunction with the Ministers has primary responsibility for selecting, evaluating, and supervising staff members. Relations with staff members shall be governed by the Personnel Policy established by the OMC.

The Board submitted text of Section 2 reads:

Sec. 2: Reporting Structure -- Staff members are hired or discharged by **the Minister in close consultation with** the OMC. The Personnel Officer **will support** the Ministers in selecting, evaluating, and supervising staff members; **and will ensure that relevant Federal, State, local, UUA, and Church policies and procedures regarding staff are followed.** Relations with staff members shall be governed by the Personnel Policy established by the OMC.

In the proposed amendment, Section 2 reads (changes from the original bylaws in blue):

Sec. 2: Reporting Structure – **The OMC and Minister together shall define the reporting structure of the staff, with the Minister in overall charge of the staff.** Relations with staff members shall be governed by the Personnel Policy established by the OMC.

The text of Article XII, sections 3 and 4 in the current bylaws reads:

Sec. 3: Job description – The OMC shall write a job description for each staff position and shall communicate this job description to any job applicant or incumbent. The OMC shall establish policies for regular review of staff member performance, including communication of the results of such reviews to each staff member.

Sec. 4: Hiring and Discharge – Policies for the hiring and discharge of staff members, including conditions of probation and grounds for discharge, shall be included in the Personnel Policy established by the OMC.

In the proposed amendment, these sections read:

Sec. 3: Job description – The OMC **and Minister** shall write a job description for each staff position. **The Minister** shall communicate this job description to any job applicant or incumbent.

Sec. 4: Hiring, **Performance Management**, and Discharge – **Staff members shall be hired and discharged by the Minister with the approval of the OMC. The Personnel Officer shall assist the Minister in selecting, evaluating, and supervising staff members. The Personnel Officer shall ensure that the Personnel Policy and procedures regarding staff are followed.**