#### 2020 Bylaws

# 2023 Recommended by the Board for amendment by the Members

### Changes

#### 5.0 OFFICERS AND COMMITTEES

- **5.1 Enumeration.** Officers of this Corporation shall be a President, Vice-President, Secretary and Treasurer.
- **5.2 Term of Office.** The President, Vice President, Secretary, and Treasurer are elected by the congregation for two-year terms. No officer may serve for more than four consecutive years, except that a partial term resulting from an interim appointment to fill a vacancy shall not count as part of the four-year term limit. Each officer shall serve for the designated term or until his or her successor is elected and qualified.
- **5.3 Election of Officers.** Board officers shall be elected by registered church members at the appropriate spring congregational meeting and shall take office on the subsequent July 1. The President and Secretary shall be elected in even numbered years, and the Vice President and Treasurer shall be elected in odd numbered years.
- **5.4 Vacancies.** A vacancy in an office caused by death, resignation or dismissal prior to completion of the regular two-

#### 6.0 COMMITTEES OF THE BOARD

- 6.1 Finance Committee. The Church will have a Finance Committee consisting of the Treasurer, who will be chair, and three or four members appointed annually by the Board of Directors. Paid staff members are not eligible to serve on the Finance Committee but may be consulted.
- **6.1.1 Audit.** During odd-numbered calendar years the Finance Committee will arrange for an audit or review of the Church's financial records.
- 6.2 Leadership Cultivation Committee. The Church will have a Leadership Cultivation Committee (LCC), which will recruit candidates for elected positions within the Church and will provide opportunities both within and outside the Church for leadership training. All nominations will be made in accordance with the provisions regarding diversity set forth in Section 3.4 of these Bylaws. When a committee within the Church cannot find its own chair, the LCC may be asked to assist. The LCC will hold meetings at regular intervals throughout the year. When appropriate, the LCC will

#### 6.0 COMMITTEES OF THE BOARD

- 6.1 Finance Committee. The Church will have a Finance Committee consisting of the Treasurer, who will be chair, and three or four members appointed annually by the Board of Directors. Paid staff members are not eligible to serve on the Finance Committee, but may be consulted.
- 6.1.1 Audit. During odd-numbered calendar years the Finance Committee will arrange for an audit or review of the Church's financial records.

#### **6.2** Leadership Cultivation Committee.

The Church will have a Leadership
Cultivation Committee (LCC), which will
recruit candidates for elected positions
within the Church and will provide
opportunities both within and outside the
Church for leadership training. All
nominations will be made in accordance
with the provisions regarding diversity set
forth in Section 3.4 of these Bylaws.
When a committee within the Church
cannot find its own chair, the LCC may be
asked to assist. The LCC will hold
meetings at regular intervals throughout
the year. When appropriate, the LCC will

Deleted: 5

Deleted: OFFICERS AND

Deleted: 5

Deleted: Enumeration. Officers of this Corporation shall be a President, Vice-President, Secretary and Treasurer. ¶
5.2 Term of Office. The President, Vice President, Secretary, and Treasurer are elected by the congregation for two-year terms. No officer may serve for more than four consecutive years, except that a partial term resulting from an interim appointment to fill a vacancy shall not count as part of the four-year term limit. Each officer shall serve for the designated term or until his or her successor is elected and qualified. ¶
... [1]

Deleted: shall

Deleted: finance committee

Deleted: .

Deleted: 5.8

Deleted: shall

Deleted: leadership cultivation committee,

Deleted: shall

Deleted: church organization

Deleted: shall

Deleted: church

Deleted: shall

Deleted: Church Diversity Policy

Deleted: Paragraph 2.

Deleted: church

Deleted: Leadership Cultivation Committee

Deleted: requested

Deleted: work with the committee.

Deleted: Leadership Cultivation Committee shall

Deleted: committee shall

year term shall be filled through Board appointment. This interim appointment must be submitted to the congregation for approval at the first subsequent congregational meeting. At the normal end of the interim term, the interim appointee may stand for election to that office for the first of up to two two-year terms of their own. Officers who are absent from three consecutive regularly scheduled board meetings shall forfeit their membership upon majority vote of the Board.

- **5.5 Duties of Directors.** Officers shall carry out those duties specified by these Bylaws, by statute, and by other written instruments approved by the Board of Directors.
- **5.5.1 Delegation of Duties.** Officers may delegate their duties, other than participating in Board of Directors' meetings, to persons of their selection, subject to their continued supervision and to approval by the Board of Directors, but shall in all instances remain responsible for the discharge of the delegated duties.
- **5.5.2 President.** The President shall preside at all meetings of the Board of Directors and of the Members and shall have general charge of the affairs of the Corporation subject to the authority of the Board of Directors. In the absence or

identify and publicize posts for which vacancies are expected.

When a vacancy on the LCC exists midterm, the Board will receive nominations for new LCC members from present LCC members. Such vacancies will be filled for the remainder of the term by appointment of the Board of Directors.

The LCC's membership will consist of at least one Board member, normally the Vice-President or the President, and four elected members, none of whom will be members of the Board of Directors. The LCC will select its own chair. The non-Board committee members will be elected to overlapping three-year terms, one to two members chosen each year. Nominees for the LCC will be selected by the LCC and elected at the Annual Meeting. Elected LCC members will not serve more than two successive elected terms. Paid staff members will not be eligible to serve on the LCC with the exception that the Lead Minister and the Connections Coordinator will serve as ex-officio, nonvoting members of the LCC.

The LCC will provide potential nominees for elected positions with a job description identifying job responsibilities and term of office, confirm willingness to accept those responsibilities, and nominate a slate of candidates recommended for vote by the identify and publicize posts for which vacancies are expected.

When a vacancy on the LCC exists midterm, the Board will receive nominations for new LCC members from present LCC members. Such vacancies will be filled for the remainder of the term by appointment of the Board of Directors.

The LCC's membership will consist of at least one Board member, normally the Vice-President or the President, and four elected members, none of whom will be members of the Board of Directors. The LCC will select its own chair. The non-Board committee members will be elected to overlapping three-year terms, one to two members chosen each year. Nominees for the LCC will be selected by the LCC and elected at the Annual Meeting. Elected LCC members will not serve more than two successive elected terms. Paid staff members will not be eligible to serve on the LCC with the exception that the Lead Minister and the Connections Coordinator will serve as ex-officio, nonvoting members of the LCC.

The LCC will provide potential nominees for elected positions with a job description identifying job responsibilities and term of office, confirm willingness to accept those responsibilities, and nominate a slate of candidates recommended for vote by the

Deleted:

Deleted: board shall

Deleted: membership

**Deleted:** Vacancies occurring during a term shall

**Deleted:** by the Board of Directors of the Church for

Deleted: .

**Deleted:** Leadership Cultivation Committee's

Deleted: shall

Deleted: shall

**Deleted:** Leadership Cultivation Committee shall

Deleted: shall

**Deleted:** Leadership Cultivation Committee shall

**Deleted:** Leadership Cultivation Committee

Deleted: Spring annual meeting.

Deleted: committee

Deleted: shall

Deleted: professional

Deleted: shall

Deleted: leadership cultivation committee

Deleted: a minister

Deleted: connections coordinator shall

**Deleted:** on the Leadership Cultivation Committee.

**Deleted:** The Leadership Cultivation Committee shall

incapacity of Minister(s), the President shall also, so far as feasible, perform the duties of the Minister(s).

- **5.5.3** Vice-President. The Vice-President, in the absence or inability of the President, shall have all of the President's powers and duties. The Vice-President shall perform such other duties as may be assigned by the Board of Directors.
- **5.5.4 Secretary.** The Secretary shall countersign all certificates of membership and keep a register of Members, keep a record of the minutes of the meetings of the Members and of the Board of Directors; have custody of all books, records, and papers of this Corporation except such as are incident to the office of the President, Treasurer, Minister(s), or other officials or staff members.
- 5.5.5 Treasurer. The Treasurer shall keep accounts of all moneys and valuables of the Corporation received or disbursed deposit all moneys or valuables in the name of and to the credit of the Corporation and in such banks or depositories as the Board of Directors may designate; and disburse funds of the Corporation as authorized by the Board of Directors or required by law. All books and financial records shall be open for

congregation to fill elected offices. That slate will be circulated to the members of the Congregation along with notice of the Annual Meeting.

#### 6.3 Other Officials and Committees.

The Board may convene committees and appoint officials to conduct Church business as it deems necessary consistent with the Articles of Incorporation, Church Bylaws, and existing Board Policies.

congregation to fill elected offices. That slate will be circulated to the members of the Congregation along with notice of the Annual Meeting.

#### **6.3** Other Officials and Committees.

The Board may convene committees and appoint officials to conduct Church business as it deems necessary consistent with the Articles of Incorporation, Church Bylaws, and existing Board Policies.

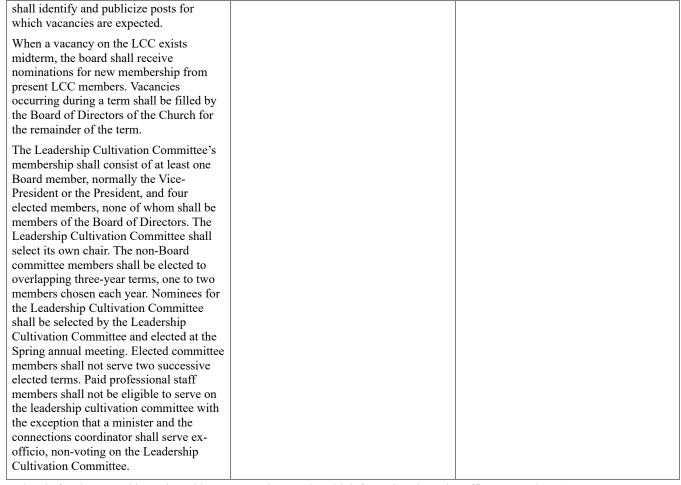
**Deleted:** That slate shall be circulated to the members of the Congregation along with notice of the Spring meeting. Nominations from the floor shall be permitted, with the consent of the nominee. ¶ 5.9

Deleted: Such other officials or

**Deleted:** of the Corporation

**Deleted:** are needed may from time to time be chosen or appointed in such manner and for such terms as the Board may prescribe.

| inspection by any Member for proper purposes at any reasonable time.  |  |
|---|--|
| <b>5.6 Audit.</b> During odd-numbered calendar years the Board shall arrange for an audit or review of the Church's financial records.  |  |
| <b>5.7 Finance Committee.</b> The Church shall have a finance committee consisting of the Treasurer, who will be chair, and three or four members appointed annually by the Board of Directors. Paid staff members are not eligible to serve on the Finance Committee.  |  |
| 5.8 Leadership Cultivation Committee. The Church shall have a leadership cultivation committee, which shall recruit candidates for elected positions within the church organization and shall provide opportunities both within and outside the church for leadership training. All nominations shall be made in accordance with the Church Diversity Policy set forth in Paragraph 2.3 of these Bylaws. When a committee within the church cannot find its own chair, the Leadership Cultivation Committee may be requested to work with the committee. The Leadership Cultivation Committee shall hold meetings at regular intervals throughout year. When appropriate, the committee |  |



## The Leadership Cultivation Committee shall provide potential nominees for elected positions with a job description identifying job responsibilities and term of office, confirm willingness to accept those responsibilities, and nominate a slate of candidates recommended to fill elected offices. That slate shall be circulated to the members of the Congregation along with notice of the Spring meeting. Nominations from the floor shall be permitted, with the consent of the nominee. 5.9 Other Officials and Committees. Such other officials or committees of the Corporation as are needed may from time to time be chosen or appointed in such manner and for such terms as the Board may prescribe.

Comparison of 2020 Bylaws Section 5.0 with recommended 2023 Bylaws section 6.0