

Unitarian Universalist Church of Bloomington, Indiana

Seeking the Spirit, Building Community, Changing the World



Congregational Meeting Minutes

December 14, 2025

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Submitted by Regina DiLavore, Secretary

ATTACHMENTS

- A. Articles of Incorporation – Amended Proposed Revisions
- B. Vote Tally – December 14, 2025
- C. Bylaws – Amended Proposed Revisions

Call to Order and Welcome

President Jane McLeod called the meeting to order at 1:15 p.m.

Mary Craig, Board Member-at large, lit the chalice and Jane introduced the Parliamentarian Steve Dillon.

Board of Directors Reports

President's Report

Jane presented the Board's annual goals for fiscal year 2025-2026. She encouraged congregants to review the full strategic document, which is available on the UUCB website under the Governance section.

Jane provided an update on the Beacon "Light the Way" campaign. To date, the congregation has raised nearly \$20,000 toward its \$25,000 commitment. Jane expressed gratitude to the following for their contributions to this success:

- Joan Caulton, for her leadership and oversight of the campaign.
- Mary Blizzard, Jason Michalik, and the Homelessness Task Force, for organizing dedicated fundraising events.
- The individual donors and all who contributed to the special plate collection on September 14, 2025 during Rev. Forrest Gilmore's service.

Jane highlighted the Board's efforts to deepen the congregation's mission through the establishment of two new working groups:

- Name Change Discernment: Kathy Gilbert (Chair), Nola Cusack, Gladys Devane, Carolyn Lantz, Steve Pock
- Mission-Vision Discernment: MJ Wallaker (Chair), Doug Anderson, Caden Baird, Steve Gilbert, Cynthia Schultz

The Board also announced the revitalization of the Right Relations Committee (Denise Breeden-Ost, Mary Mahern, Charlie Pickle, Drew Schrader).

Jane concluded by thanking the members of these groups and committees for their dedicated service and commitment to the future of the church.

Treasurer's Report

Bill Lonnberg, Treasurer, provided the treasurer's report and thanked members of the Finance Committee (Beth Henkel, Ruth Sanders, Rev. Susan Frederick Gray, and Amanda Waye) for their hard work and commitment.

Bill reported the budget performance as of November 30, 2025, which is 42% of the FY25-26 fiscal year:

- Total Income: 52% of budget
- Total Expenses: 39% of budget

Specific Revenue Highlights include:

- Pledges: 52% of budget
- Sunday Plate: 57% of budget
- Annual Auction: 109% of budget (Exceeded goal)

Bill noted two primary updates to the church's expenses for the current fiscal year:

1. The costs of UUA-provided health insurance will exceed the budgeted amount by \$2,000. This small increase should not impact the ability to stay within the budget.

2. A new childcare coordinator position, not included in the original budget, is being added. However, it is anticipated that the Religious Education (RE) budget can absorb this cost without additional funding.

A new capital project was announced, totaling \$68,000 in expenses. This work includes replacing windows and meeting room doors, kitchen upgrades, and parking lot repairs. The costs will be funded from multiple sources:

- Special Purposes Fund (approved by the SPF Committee)
- Operating Reserves (approved by the Board)
- Operating Maintenance Budget
- T-Maintenance Account
- Individual Donations

Working Group Reports

Leadership Cultivation Committee (LCC)

Glenda Breeden, Chair of the Leadership Cultivation Committee (LCC), announced that the committee will soon begin the nomination process for upcoming vacancies on the Board of Directors, the LCC, and the Special Purposes Fund Committee (SPF).

The congregation is invited to participate in the discernment process. Glenda encouraged members to contact the LCC directly if they are interested in serving or if they wish to recommend a fellow member for leadership.

Name Change Discernment Working Group

Kathy Gilbert, Chair of the Name Change Discernment Working Group, presented a summary of the Fall 2025 congregational survey. The survey captured feedback from 295 members and friends regarding a potential change to the congregation's name. Results showed that approximately 49% of respondents favor removing the word "church" from the name, with "Congregation" and "Community" emerging as the most popular alternatives. Kathy shared that 28.5% of respondents remain neutral, indicating they see valid points on both sides or require more information before forming an opinion. The remaining 22.4% of respondents stated they do not want the name to change.

To continue this dialogue, the Working Group will host two in-person listening sessions on January 18 and February 15, both at 2:00 PM. At least one Zoom session will also be scheduled to ensure broad participation. Detailed information and further insights from the survey data will be published in the upcoming issue of *Perspectives*.

Business

Quorum Report

Attendance was reported at 99 members, exceeding the quorum of 72 members required to conduct business.

Motion to allow the Board to approve the December 2025 Congregational Meeting Minutes

Jane moved to allow the Board to approve the December Congregational Meeting minutes at a future Board meeting. Multiple congregants seconded the motion, and the motion carried.

For Discussion and Vote

Revisions to the Articles of Incorporation

Jane presented the proposed revisions to the Articles of Incorporation, noting that the full text of these amendments is included in Attachment A. She provided the rationale for each change, specifically highlighting Motion 3, regarding the minimum number of directors. This motion is intended to provide the Board with greater future flexibility.

During the floor discussion, members raised several inquiries regarding Motion 2, specifically concerning the distribution of donation funds in the event of the congregation's dissolution.

Following the discussion, Jane formally moved the adoption of each Article of Incorporation revision. Each motion was seconded and carried. A complete summary of the voting results for each amendment is provided in Attachment B.

Revisions to the Bylaws

The Board submitted proposed Bylaw revisions 30 days prior to the meeting and subsequently issued two updates based on congregational feedback. Upon the advice of the Parliamentarian, Steve Dillon, a motion was made to suspend the 30-day notification requirement for the final iterations of these revisions. The motion was seconded and carried. The specific vote tally is recorded in Attachment B.

Jane introduced the motions for the Bylaw revisions as outlined in Attachment C. The floor was opened for discussion, which focused primarily on provisions for youth participation and clarifications regarding the length and rotation of Board member terms.

Following the discussion, Jane formally moved the adoption of each Bylaw amendment. Each motion was seconded and carried. A complete summary of the voting results for each amendment is provided in Attachment B.

Motion to Adjourn

Mary Craig, Board Member-at-Large, moved to adjourn the meeting and the motion passed. The meeting was adjourned at 2:21 p.m.

PROPOSED REVISIONS TO ARTICLES OF INCORPORATION
to be voted on at the December 14, 2025 Congregational Meeting

This table presents a comparison of the current Articles of Incorporation and the proposed revisions, to be considered at the December 14, 2025 mid-year congregational meeting. The Articles of Incorporation are filed with the State of Indiana to register UUCB as a religious non-profit organization.

Section	Current text	Proposed text	Rationale
Statement of Purpose (Section 2)	In the discipline of truth, whatever its source, and in the spirit of brotherhood, undivided by nation, race or creed, we join together in fellowship to examine, express, and through the strength of unity, to act upon our liberal religious convictions.	Our purpose is to foster community for the practice and study of our Unitarian Universalist tradition, to explore and promote our religious ideals and values, and to engage in activities that give expression to these convictions. We are organized exclusively for charitable, religious, and educational purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code.	In the context of the name change discernment process, Board President, Jane McLeod, contacted our state representative, Matt Pierce, to ask whether removing the word “church” from our name would place us at risk of losing our designation as a religious organization. Matt said that (1) changing our name would not place us at risk and (2) all of our official documents, including the Articles of Incorporation and Bylaws, should “have some language for the purpose of the organization that tracks the statutes granting not-for-profit status for a religious purpose.” The Board believes that the proposed statement of purpose accomplishes this.

Description of the Board (Section 8)	The number of directors of this corporation shall be not less than 9 nor more than 20.	The number of directors of this corporation shall not be less than 5.	According to our Bylaws, there are 7 elected Board members (4 officers, 3 at-large) and 1 ex officio member (the Lead Minister). As far as we can determine, the Articles have never been made consistent with the Bylaws. We propose to revise this section of the Articles of Incorporation to state that the number of directors is not less than 5. That gives us room to increase the number of directors in future through Bylaws revisions without having to revise our Articles of Incorporation.
Reversionary Clause (Section 12)	Our current Articles of Incorporation do not include a Reversionary Clause.	In the event of the dissolution of this organization, all outstanding debts will be paid and the remaining assets, both real and personal, and including all property heretofore and hereinafter donated to this organization shall be distributed to the Unitarian Universalist Association or its successor.	The IRS requires that 501(c)(3) organizations include a reversionary clause in their Articles of Incorporation. Although we are not a separate 501(c)(3) organization and are, therefore, not required to include this statement, the Board believes it would be prudent to do so. (UUCB assumes this status as a member organization of the UUA.) The proposed Reversionary Clause is consistent with the clause that appears in our Bylaws.

Vote Tally

UUCB Congregational Meeting
December 14, 2025

Ballot Motion Number	In Favor	Abstain	Opposed
Articles of Incorporation			
1: "Our purpose is to foster community..."	96	0	0
2: "In the event of the dissolution of this organization..."	92	3	1
3: "The number of directors...shall not be less than 5."	95	1	0
Bylaws			
1: "The purpose of the Church, in accordance with..	97	0	0
2: "Youth Representatives: The Board may...invite	97	0	0
3: "No Officer may serve for more than four (4)	91	0	0
4: "This interim appointment must be submitted...	90	0	0

PROPOSED REVISIONS TO THE BYLAWS
to be voted on at the December 14, 2025 Congregational Meeting

This table presents a comparison of the current Bylaws and the proposed revisions, to be considered at the December 14, 2025 mid-year congregational meeting. New and revised text sections are highlighted.

Section	Current text	Proposed text	Rationale
Section 2	<p>The Purpose of the Church, in accordance with the Articles of Incorporation as amended, is as follows:</p> <p>In the discipline of truth, whatever its source, and in the spirit of the interdependent web of all existence, undivided by nation, race or creed, we join together in fellowship to examine, express, and, through the strength of unity, act upon our liberal religious convictions.</p>	<p>The Purpose of the Church, in accordance with the Articles of Incorporation as amended, is as follows:</p> <p>To foster community for the practice and study of our Unitarian Universalist tradition, to explore and promote our religious ideals and values, and to engage in activities that give expression to these convictions. We are organized exclusively for charitable, religious, and educational purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code.</p>	<p>This revision brings the Bylaws into conformity with the amended Articles of Incorporation.</p>

Addition of Section 5.3	This is a new section	<p>5.3 Youth Representatives. The Board may additionally invite up to two representatives from among the youth Members of the Congregation (ages 14-18) to serve as non-voting participants on the Board. Youth Representatives will serve for one-year terms, renewable up to a maximum of three years. Youth Representatives present at meetings do not count toward Board quorum.</p>	<p>The Board would like to encourage youth participation on the Board. Youth members bring an important perspective to Board discussions and gain knowledge and experience from their service. The Board has invited non-voting youth liaisons in the past without revision to the Bylaws. We believe that formalizing the Youth Representative positions in the Bylaws will help build a culture of youth engagement. The Board proposes up to two representatives because a single youth representative may feel intimidated and/or not feel empowered to participate actively. We propose one-year terms, renewable for up to three years, for flexibility and to allow youth to serve throughout their high school years, if they are so inclined.</p>
Current Section 5.3 to become Section 5.4	<p>5.3 Terms of Office. The President, Vice-President, Secretary, and Treasurer are elected by the Members for two-year terms. No Officer may serve for more than four (4) consecutive years as an Officer, except that a partial term</p>	<p>5.4 Terms of Office. The President, Vice-President, Secretary, and Treasurer are elected by the Members for two-year terms. No Officer may serve for more than four (4) consecutive years in their respective office, except that a</p>	<p>In all recent Bylaws prior to the Bylaws revisions of October, 2023, Officers were not restricted from serving in another Office after having served four (4) consecutive years in their respective office. We believe that the restriction</p>

	<p>resulting from an interim appointment to fill a vacancy will not count as part of the four-year term limit. An Officer completing four (4) elected years in Office may be elected to one additional two-year term as an At-Large Member.</p> <p>Three At-Large Board Members are elected by the Members for up to three (3) consecutive two- year terms.</p> <p>No Board Member may serve more than six (6) consecutive years, in any capacity, except that a partial term resulting from an interim appointment to fill a vacancy will not count as part of the term limit.</p> <p>Members of the Board who have reached the limits of their terms of service may be re-elected to the Board in any capacity after an absence of at least two (2) years.</p>	<p>partial term resulting from an interim appointment to fill a vacancy will not count as part of the four-year term limit. An Officer completing four (4) elected years in one Office may be elected to one additional two-year term in another Office or as an At-Large Member.</p> <p>Three At-Large Board Members are elected by the Members for up to three (3) consecutive two- year terms.</p> <p>No Board Member may serve more than six (6) consecutive years, in any capacity, except that a partial term resulting from an interim appointment to fill a vacancy will not count as part of the term limit.</p> <p>Members of the Board who have reached the limits of their terms of service may be re-elected to the Board in any capacity after an absence of at least two (2) years.</p>	<p>introduced by the final sentence of current Section 5.3 (which states that Officers may be elected as At-Large members and, by implication, not to another Office), was unintentional. We are unable to locate any comments supporting the restriction in Board minutes, working documents related to the Bylaws revisions, or congregational meetings about the Bylaws revisions.</p>
Current Section 5.4 to	<p>5.4 Election. Board Officers and At-Large Board Members will be elected</p>	<p>5.5 Election. Board Officers and At-Large Board Members will be elected</p>	<p>Assuming the addition of Section 5.3 is approved, this section will be</p>

become Section 5.5	by Members at the Annual Meeting and will take office on the subsequent July 1.	by Members at the Annual Meeting and will take office on the subsequent July 1.	renumbered. The content has not changed.
Section 5.5 (to become Section 5.6)	5.5 Vacancies. A vacancy in an Office or At-Large position caused by death, resignation or dismissal prior to completion of the regular two-year term will be filled through Board appointment. This interim appointment must be submitted to the Members for approval to fulfill the remainder of the interim term at the next Annual Meeting. At the conclusion of the interim term, the appointee may stand for election to an Office for the first of up to two (2) regular two-year terms or, for At-Large positions, the first of up to three (3) regular two-year terms.	5.6 Vacancies. A vacancy in an Officer or At-Large position caused by death, resignation or dismissal prior to completion of the regular two-year term will be filled through Board appointment. This interim appointment must be submitted to the Members for confirmation to fulfill the remainder of that term at the next Congregational Meeting. At the conclusion of the interim term, the appointee may stand for election to an Office or At-Large position per Section 5.5.	There appear to have been inconsistencies in practice regarding the length of the term to which interim members have been elected at Annual Meetings, with members often being elected to regular two-year terms rather than for the remainder of the interim appointment. The Board proposes to change the word “approval” to “confirmation” to clarify that the congregation is confirming the remainder of the interim term rather than approving a new two-year term. We propose that confirmation of interim appointments be considered at the next congregational meeting rather than the annual meeting to allow appointments to be confirmed at the mid-year meeting.