

Motion

That:

- 1) Article IV of the Constitution of the Unitarian Universalist Church of Silver Spring be amended to read as follows:

“ARTICLE IV - BOARD OF TRUSTEES

“Sec. 1: The responsibility for the functioning of this Church shall be delegated to the Board elected as prescribed herein at the Annual meeting. The Board shall be responsible for long- range planning, facilities and administration, financial planning, and resource development.

“Sec. 2: The Board shall consist of the President, who shall be elected as described in section 3 and is President of the corporation, the Secretary, who is Secretary of the corporation, a First Vice President (Corporate), who is Vice President of the corporation, a Second Vice President (Finances), a Third Vice President (Personnel), and five (5) Trustees elected at-large. A Treasurer shall be appointed by the Board. The Senior Minister shall be a non-voting, ex officio member of the Board.

“Sec. 3: Not later than 2 months before the end of each church year, the Board shall elect an eligible member of the Board to serve as President for the next church year. For purpose of this section, an eligible member of the Board is a member of the Board whose term of office continues at least through the end of the next church year.

“Sec. 4: If the Board member elected under section 3 to serve as President for the next church year is one of the Vice Presidents or the Secretary, rather than a Trustee elected at-large, the Board may 1) designate a Trustee at-large whose term of office continues at least through the end of the next church year to assume the office being vacated by the Board member elected as President for the next church year, or 2) direct the Nominating Committee to include in the slate of candidates presented at the annual meeting the nomination of a candidate designated to assume the office being vacated for the next church year.

“Sec. 5: The members of the Board shall be elected for three-year terms, with three (3) elected in any one year. All persons elected shall take office at the beginning of the Church year, or immediately in the case of special elections to fill vacancies, and shall serve until their successors are duly qualified. No person shall serve more than two (2) consecutive terms in the same office nor more than six (6) consecutive years on the Board. Eligibility shall be regained after one calendar year.

"Sec. 6: Vacancies on the Board (other than the position of President) or on the Nominating Committee shall be filled by appointment by the President and confirmed by the Board.

"Sec. 7: In the case of a vacancy in the office of President, the Vice President (Corporate) shall assume office until such time as the Board elects a member of the Board to serve as President until the end of the church year. If the Board member resigning as President also resigns from the Board, the position held by the resigning Board member shall be filled by appointment by the incoming President and confirmed by the Board. The Board may designate a Trustee at-large to assume the office being vacated by the Board member elected as President under this section until the end of the church year.

"Sec. 8: All appointees to the Board or Nominating Committee to fill a vacancy shall serve until the next duly called congregational meeting, when the office shall be filled for the balance of the term by election.

"Sec. 9: The Board shall meet at least monthly. A majority of those Board members eligible to vote shall constitute a quorum for the transaction of business.

"Sec. 10: The Congregation shall establish and the Board shall maintain a Program Council to carry out the program functions of the church and an Operations Council to carry out the administrative and operational functions of the church. The membership of the Program Council and the Operations Council shall be chairs of those committees designated by the Board and any other persons or positions designated by the Board.

"Sec. 11: Not later than 1 month after each annual meeting, the continuing Board members and the Board members elected to serve on the Board at the annual meeting shall elect, from among such members of the Board, a Board member to serve as Chair of the Program Council for the next church year and a Board member to serve as Chair of the Operations Council for the next church year.

"Sec. 12: The Board may charter subordinate councils and committees and may organize itself into departments and committees to best meet the needs of the church; irrespective, the Board and only the Board may appropriate church funds, authorize fund raising, and create Church policy. The Board President shall appoint Board members to Board departments and committees.

"Sec. 13: Employees, except a minister, shall be appointed by the Board from applicants recommended by the departments and standing and special committees. The Board shall fix salaries and conditions of employment.

"Sec. 14: The Board is charged with the financial affairs of the Church, including investment and reinvestment of funds for the benefit of the Church, subject to such powers and restrictions as appear in the Articles of Incorporation. Expenditures from

the endowment fund shall be no more than fifteen (15) percent per year, or \$20,000, whichever is greater, without approval of the congregation. The Board shall appoint an adult member of the Congregation, who is a legal resident of the State of Maryland, who shall deposit all money and other valuable papers in the name and to the credit of the Church in such places as are designated by the Board.

“Sec. 15: Membership in the Church shall be required for election, appointment or service as a board member. In addition, at least four (4) Board members must be eligible under the laws of the State of Maryland to serve as trustees of a religious corporation.

“Sec. 16: The Board shall appoint a Personnel Committee to advise and assist the church in carrying out its responsibilities as an employer.”.

- 2) Article VI, section 2 of the Constitution of the Unitarian Universalist Church of Silver Spring be amended by striking “At least three” and inserting “Except as provided in Article IV, section 4, at least three”.
- 3) Notwithstanding the amendments made to the Constitution of the Unitarian Universalist Church of Silver Spring under this motion, for the 2018-2019 church year, at the election of the Board—
 - (1) not later than the day before the annual meeting, the Board may elect a member of the Board whose term of office continues at least through the end of such church year to serve as President for such church year; or
 - (2) not later than 1 month after the annual meeting, the continuing Board members and the Board members elected to serve on the Board at the annual meeting may, from among such members of the Board, elect a member of the Board to serve as President for such church year.