

INTRODUCTORY MATERIAL FOR
UUFCA BYLAWS PROPOSED BY BYLAWS TASK FORCE

Introductory Notes

Policy Orientation. A major goal of this revision of UUFCA bylaws has been to focus the bylaws on the major structural elements of UUFCA governance and to leave the next level of detail to policies to be adopted by the Board. We hope that this will avoid the need for frequent revision, while the division of responsibilities among Board, Minister and Staff, and lay leadership is expected to evolve significantly during the coming few years. A list of policies specifically required by these bylaws is included below.

Italics. The organization and layout of the bylaws is significantly changed for simplicity. An attempt has been made to highlight substantive changes from the previous bylaws by use of *italics*.

Resolutions, Motions, and Rules. These bylaws establish a hierarchy of actions by the Board and Committees. The hierarchy is described in Article 6.07, "Board decisions must be made by motions. Motions may be used to approve written documents or delegate authority to take described actions. Motions may be made to adopt written resolutions that must be consistent with Bylaws. Motions may be made to adopt written rules that must be consistent with resolutions. Other Board decisions must be consistent with resolutions and rules.." Resolutions may be adopted by the Board (generally with two readings) or by a Fellowship meeting. Adoption of rules is done by the Board or delegated to committees. Note that Article 6.07.B provides that "The Board must adopt policies by resolutions"

Initial list of policies specified in these bylaws

- a. 4.06, type of voting at fellowship meetings
- b. 6.07A, board must adopt rules
- c. 6.07B, policies must be adopted
- d. 6.07C, board may delegate rule authority to committees
- e. 7.01, board may delegate administrative responsibilities
- f. 8.01-2, board must establish five committees
- g. 8.04, board may establish other committees
- h. 9.01, board will adopt policies that govern establishment and operation of Fellowship Committees
- i. 9.02, board may establish, mere or dissolve fellowship committees
- j. 11.03, board must adopt financial policy governing withdrawals, and
- k. 11.04, board must adopt financial policy governing unbudgeted expenditures

UUFCO BYLAWS GLOSSARY

Bylaws: formal document outlining UUFCO legal authority and the structural framework for exercising that authority

Fellowship resolutions: written documents approved by membership vote at annual or special membership meetings; resolutions may adopt, repeal or amend Fellowship policies

Board resolutions: written documents approved by Board at two meetings or at one meeting by unanimous vote; may be used to adopt policy; this authority may not be delegated to committees, minister or other individuals

Board rules: written document approved at Board meeting; must be consistent with Bylaws and policies; this authority may be delegated to committees, but may not be delegated to minister or other individuals

Other Board actions: decisions made at Board meeting to approve documents other than resolutions or rules, or to take other formal actions; may be used to delegate decision authority to committees, minister and other individuals; must be consistent with Bylaws, policy resolutions and rules

Policies: principles adopted by Board resolutions to govern Fellowship meetings and voting, the establishment and operation of Fellowship committees, the authority and operation of Board committees, relationships between committees, and operations and administration of the Fellowship including Fellowship employees and agents, finances, buildings and properties

UUFCO Legal Authority Hierarchy
Based on May 2016 Bylaws Task Force Version

State of Oregon

Articles of Incorporation- nonprofit corporation

Bylaws- authorized by Bylaws, approved by members

Fellowship members' authority under Bylaws

Adopt policies by resolution

Elect Board of Trustees

Hire & dismiss settled ministers

Approve annual budgets

Approve Bylaw amendments

Pass Fellowship resolutions

Board authority under Bylaws

Adopt policies by resolution

Other Board decisions by written resolutions, written rules & oral motions

Responsible for administration

Hire and dismiss non-settled/permanent ministers

Appoint committee members

Delegate rules authority to committees

Delegate administrative authority to minister, staff or committees

Committees

Leadership Development Committee, nominates Board members

Adopt rules with authority delegated by Board

Adopt procedures and other decisions with authority delegated by Board

Minister

Exercise spiritual and other leadership under Bylaws

Exercise administrative and other authority delegated by Board