

## PROPOSED AMENDMENTS TO BY-LAWS (FINAL)

By-Laws amendments are proposed to expand opportunities for members to serve on and lead church Boards or official church organizations as well as reduce the potential for Board chair burnout.

Specific amendments are proposed to address the following:

**AMENDMENT 1** - Permit leaders of Official Church Organizations to serve on a Board concurrently.

- 3.4.4 Operating Rules (concurrent service on a board and leadership of an Official Church Organization)

**AMENDMENT 2** - Permit members to serve on the Operations Board without prior service on another Board.

- 3.2.7 Boards and Committees (Operations Board member qualifications)

**AMENDMENT 3** - Permit members to serve on the Endowment Fund Committee without prior Operations Board service.

- 3.2.9.1 Endowment Fund Committee (size of Endowment Fund Committee and Endowment Fund Committee member qualifications)

**AMENDMENT 4** - Allow Board co-chairpersons with Executive Board voting privileges shared with the Board chair.

- 1.1.1.2 Youth Membership in the Church (service as Board chairperson)
- 2.4.2 Executive Board membership
- 3.4.1 Operating Rules (election of board chairperson[s])
- 3.4.3 Operating Rules (Executive Board voting privileges of board chairperson[s])
- 6.2.5 For Business (Executive Board meeting quorum requirements)

**AMENDMENT 5** - Allow Board chairs to serve as chairperson for a third consecutive year by exception.

- 3.4.1 Operating Rules (term limits of board chairpersons)

### Question

Shall the By-Laws of the Manhattan Beach Community Church be amended as proposed in the following change proposals?

## PROPOSED AMENDMENTS TO BY-LAWS (FINAL)

### PROPOSED CHANGES

#### AMENDMENT 1

Permit leaders of official Church Organizations to also serve on a Board concurrently.

##### Background

- Under current By-Laws, a leader of an official Church Organizations may not serve concurrently on a board.

##### Rationale

- Individuals willing to lead (or co-lead) an official Church Organization should be able to serve on a board concurrently, if they are willing to do so.

#### MEMBERSHIP IN THE CHURCH / CONCURRENT SERVICE

##### EXISTING TEXT

3.4.4 Lay leadership, including the Executive Board, Moderators, Clerk, board members, and heads of official Church Organizations must be a member of the church, and may hold only one such position at any one time.

##### AS EDITED

3.4.4 ~~Lay leadership, including the Executive Board, Moderators, Clerk, board members, and heads of official Church Organizations must be a members of the church, and may hold only one such position at any one time.~~ Standing committee members and heads of Official Church Organizations may serve concurrently as members of any board.

##### REVISED TEXT

3.4.4 Moderators, the Clerk, board members, standing committee members, and heads of Official Church Organizations must be members of the church. Standing committee members and heads of Official Church Organizations may serve concurrently as members of any board.

#### AMENDMENT 2

Permit members to serve on the Operations Board without prior service on another Board.

##### Background

- Current By-Laws require that to serve on the Operations Board, a member shall have previously served on an official board of the Church.

## PROPOSED AMENDMENTS TO BY-LAWS (FINAL)

### Rationale

- The restriction limits the newest members with relevant professional skills from serving on the Operations Board immediately.
- The Operations Board should have the ability to recruit and benefit from the most skilled members of the church.

### OPERATIONS BOARD MEMBER QUALIFICATIONS

#### EXISTING TEXT

3.2.7 Operations Board - This board shall be responsible for all business operations of the Church, as described in the Business Operations Section herein. It shall consist of no more than thirteen and no fewer than nine members. To serve on this board, each member shall have previously served on an official board of the Church.

#### AS EDITED

3.2.7 Operations Board - This board shall be responsible for all business operations of the Church, as described in the Business Operations Section herein. It shall consist of no more than thirteen and no fewer than nine members. ~~To serve on this board, each member shall have previously served on an official board of the Church.~~

#### REVISED TEXT

3.2.7 Operations Board - This board shall be responsible for all business operations of the Church, as described in the Business Operations Section herein. It shall consist of no more than thirteen and no fewer than nine members.

### AMENDMENT 3

Permit members to serve on the Endowment Fund Committee without prior Operations Board service.

#### Background

- Current By-Laws require that to serve on the Endowment Fund Committee, a member shall have previously served on the Operations Board.
- Current By-Laws require that the Endowment Fund Committee consist of five members.

#### Rationale

- The Ops Board requirement limits the newest members with professional skills from serving immediately on the Endowment Fund Committee.
- There has been difficulty to recruit the full complement of five committee members. A lower minimum size will provide needed flexibility.

## ENDOWMENT FUND COMMITTEE QUALIFICATIONS

### EXISTING TEXT

3.2.9.1 This Committee shall consist of five members, initially appointed by the Executive Board. To serve on this committee, each member shall have previously served as a member of the Operations Board, as a member of the former Finance Board or the former Board of Trustees, or as a Moderator. This committee shall be responsible for acknowledging and recording non-directed gifts to the Church and for authorizing the disposition and overseeing the prudent management of all such gifts pursuant to the policies established by the Executive Board and Congregation.

### AS EDITED

3.2.9.1 This Committee shall consist of three to five members, ~~initially appointed by the Executive Board. To serve on this committee, each member shall have previously served as a member of the Operations Board, as a member of the former Finance Board or the former Board of Trustees, or as a Moderator. This committee and~~ shall be responsible for acknowledging and recording non-directed gifts to the Church and for authorizing the disposition and overseeing the prudent management of all such gifts pursuant to the policies established by the Executive Board and Congregation.

### REVISED TEXT

3.2.9.1 This Committee shall consist of three to five members, and shall be responsible for acknowledging and recording non-directed gifts to the Church and for authorizing the disposition and overseeing the prudent management of all such gifts pursuant to the policies established by the Executive Board and Congregations.

## AMENDMENT 4

Allow Board co-chairpersons with Executive Board voting privilege shared with the Board chair.

### Background

- Allow Board co-chairpersons with Executive Board voting privilege shared with the Board chair.

### Rationale

Allow Board co-chairpersons with Executive Board voting privilege shared with the Board chair.

- Allow each Board the flexibility to also elect a Co-Chairperson.
- Authorize a Co-Chairperson to substitute for their Board's Chair at Executive Board meetings and cast the Board's vote on business matters.

## ELECTION AS A BOARD CHAIR

### EXISTING TEXT

3.4.1 After the Annual Meeting, each board shall elect its own chairperson, who shall serve no more than two consecutive terms in that capacity.

### AS EDITED

3.4.1 After the Annual Meeting, each board shall elect its own chairperson, ~~who shall serve no more than two consecutive terms in that capacity.~~ A board may also elect a co-chairperson. No board member shall serve more than two consecutive one-year terms as chairperson or co-chairperson, or in both roles.

### REVISED TEXT

3.4.1 After the Annual Meeting, each board shall elect its own chairperson. A board may also elect a co-chairperson. No board member shall serve more than two consecutive one-year terms as chairperson or co-chairperson, or in both roles.

## EXECUTIVE BOARD VOTING PRIVILEGES

### EXISTING TEXT

3.4.3 The Moderator, Associate Moderator, Assistant Moderator, Clerk, each board chair and each official Church Organization shall have one vote on questions brought before the Executive Board. Only those attending Executive Board meetings may vote.

### AS EDITED

3.4.3 The Moderator, Associate Moderator, Assistant Moderator, Clerk, each board chairperson (or co-chairperson) and each official Church Organization head (or co-head) shall have one vote on questions brought before the Executive Board. Each board or Official Church Organization shall have only one vote. Only those attending Executive Board meetings may vote.

### REVISED TEXT

3.4.3 The Moderator, Associate Moderator, Assistant Moderator, Clerk, each board chairperson (or co-chairperson) and each official Church Organization head (or co-head) shall have one vote on questions brought before the Executive Board. Each board or Official Church Organization shall have only one vote. Only those attending Executive Board meetings may vote.

## REPRESENTATION ON THE EXECUTIVE BOARD

### EXISTING TEXT

2.4.2 It shall consist of the Moderators, the Clerk, chairpersons of Boards specified in the Boards and Committees Section herein, and heads of those Church Organizations determined to be official organizations in the Organizations Section herein.

### AS EDITED

2.4.2 It shall consist of the Moderators, the Clerk, chairpersons of Boards specified in the Boards and Committees Section herein, and heads of those Church Organizations determined to be official organizations in the Organizations Section herein. No individual may hold more than one position on the Executive Board.

### REVISED TEXT

2.4.2 It shall consist of the Moderators, the Clerk, chairpersons of Boards specified in the Boards and Committees Section herein, and heads of those Church Organizations determined to be official organizations in the Organizations Section herein. No individual may hold more than one position on the Executive Board.

## EXECUTIVE BOARD QUORUM REQUIREMENTS

### EXISTING TEXT

6.2.5 Executive Board meetings shall be called by the Moderator approximately once each month. Two-thirds of the board shall constitute a quorum for the transaction of business at such a meeting.

### AS EDITED

6.2.5 Executive Board meetings shall be called by the Moderator approximately once each month. Two-thirds of the board shall constitute a quorum for the transaction of business at such a meeting. If both the chairperson and co-chairperson of a board are in attendance, or both co-heads of an Official Church Organization are in attendance, only one chairperson or co-chairperson and one co-head shall be counted when determining a quorum for the meeting.

### REVISED TEXT

6.2.5 Executive Board meetings shall be called by the Moderator approximately once each month. Two-thirds of the board shall constitute a quorum for the transaction of business at such a meeting. If both the chairperson and co-chairperson of a board are in attendance, or both co-heads of an Official Church Organization are in attendance, only

## PROPOSED AMENDMENTS TO BY-LAWS (FINAL)

one chairperson or co-chairperson and one co-head shall be counted when determining a quorum for the meeting.

### YOUTH MEMBERSHIP IN THE CHURCH

#### EXISTING TEXT

1.1.2 Minors age 13 to 18 years, or who will be completing the 8th grade or its equivalent within the current academic year, and who have completed a membership instruction course conducted by the Minister, Associate Minister or designee, may be received as youth members of the Church with all rights, privileges, and responsibilities of other members, excepting:

1.1.2.1 Service as a Moderator or Clerk of the Church as defined in the Leadership Section herein;

1.1.2.2 Service as chairperson of any church board as defined in the Boards and Committees Section; however, the chairperson of any official youth organization as determined in the Organizations Section shall be a full voting member of the Executive Board.

#### AS EDITED

1.1.2 Minors age 13 to 18 years, or who will be completing the 8th grade or its equivalent within the current academic year, and who have completed a membership instruction course conducted by the Minister, Associate Minister or designee, may be received as youth members of the Church with all rights, privileges, and responsibilities of other members, excepting:

1.1.2.1 Service as a Moderator or Clerk of the Church as defined in the Leadership Section herein;

1.1.2.2 Service as chairperson or co-chairperson of any church board as defined in the Boards and Committees Section; however, the head or co-head ~~chairperson~~ of any official youth organization as determined in the Organizations Section shall be a full voting member of the Executive Board.

#### REVISED TEXT

1.1.2 Minors age 13 to 18 years, or who will be completing the 8th grade or its equivalent within the current academic year, and who have completed a membership instruction course conducted by the Minister, Associate Minister or designee, may be received as youth members of the Church with all rights, privileges, and responsibilities of other members, excepting:

## PROPOSED AMENDMENTS TO BY-LAWS (FINAL)

1.1.2.1 Service as a Moderator or Clerk of the Church as defined in the Leadership Section herein;

1.1.2.2 Service as chairperson or co-chairperson of any church board as defined in the Boards and Committees Section; however, the head or co-head of any official youth organization as determined in the Organizations Section shall be a full voting member of the Executive Board.

### AMENDMENT 5

Allow Board members to serve as chairperson for a third consecutive year (by exception).

#### Background

- Under current By-Laws, a Board member may serve as Board chair for only two consecutive years.

#### Rationale

- Circumstances may warrant allowing a Board chair having reached the two-year limit to serve a third consecutive year as chair.

### ELECTION AS A BOARD CHAIR

#### EXISTING TEXT

3.4.1 After the Annual Meeting, each board shall elect its own chairperson, who shall serve no more than two consecutive terms in that capacity.

#### AS EDITED

3.4.1 After the Annual Meeting, each board shall elect its own chairperson, who shall serve no more than two consecutive terms in that capacity. A third consecutive term may be permitted if approved by the Moderator and the Minister.

#### REVISED TEXT

3.4.1 After the Annual Meeting, each board shall elect its own chairperson. A third consecutive term may be permitted if approved by the Moderator and the Minister.

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### Requirement for Passage

The By-Laws may be amended at an Annual Meeting of the Church, or at a special business meeting called for the purpose of voting to amend the By-Laws, by a two-thirds vote of the members in good standing present and voting.