

FIRST UNITARIAN CONGREGATIONAL SOCIETY IN BROOKLYN

ANNUAL MEMBERSHIP MEETING

MAY 21, 2017

12:18 p.m. – Call to order; election of moderator

Lee Pardee, President of the Board of Trustees, called the meeting to order and declared that a quorum was present.

Ms. Pardee called for nominations for Moderator. Dawn Elane Reed NOMINATED Mike Alcott. SECONDED. There being no other nominations, Ms. Pardee called for a vote. Mr. Alcott ELECTED unanimously as Moderator.

12:20 p.m. – Preliminary matters and reports

The Moderator recognized the Senior Minister, Ana Levy-Lyons.

Ms. Levy-Lyons lit the chalice, offered opening words and recalled the following events since the last Annual Membership Meeting:

Deaths of Members (Seth Faison and Mark Holloway);

Deaths of relatives of Members (and provided an opportunity for persons in attendance to mention additional relatives that have died);

Births to Members; and

Member weddings (Chris Singh and Danny DiGiacomo).

The Moderator referred to the Rules for Annual Meeting as established by the Board (attached as Annex A and the Society's Rights Relations Covenant (attached as Annex B)

The Moderator appointed Patrick Gunn as timekeeper and Tom Kennedy as Parliamentarian.

The Moderator asked that questions on matters to be voted on be submitted in writing and noted that the meeting would have to end at 2:15 because of the memorial service scheduled for 3:00.

The Moderator called for nominations for inspectors of elections. Ms. Pardee nominated Marty Bernstein, Rita Pearl, Vicenza Itri and Michael Richardson. There being no other nominations, the Moderator called for a vote and those persons were ELECTED unanimously.

12:30 p.m. – Minutes of previous meetings

Tom Kennedy MOVED approval of the minutes of the Special Membership Meetings held on October 30, 2016 and February 26, 2017 and the Annual Membership Meeting held on May 15, 2016 as presented. SECOND. APPROVED unanimously.

12:32 p.m. -- Elections

The Moderator recognized Dave Garvoille of the Nominating Committee.

Mr. Garvoille presented the Nominating Committee's slate of candidates for Trustees, Clerk and members of the Nominating Committee (to be renamed the Leadership Development Committee) (attached as Annex C). There being no other nominations, either by petition or from the floor and no contests, Mr. Garvoille MOVED that those persons be elected. SECOND. ELECTED unanimously.

12:34 p.m. -- Budget

The Moderator recognized the Treasurer, Lake Wise.

Mr. Wise said he expects the current fiscal year will end nearly in balance.

He presented highlights of the proposed fiscal 2017-18 budget, noting the following:

The total for revenues and expense is approximately \$817,000 and is in balance.

Clearing the gap between revenues and expenses in the preliminary budget was not easy.

There will be a decrease in rental income because St. Ann's School will discontinue renting the chapel.

Budgeting the salary and benefits for the Director of Facilities for a full year increased expenses.

The departure of the Director of Congregational Services in June will decrease expense for that position but increase expense for Director of Congregational Life.

To close the budget gap, staff compensation has been frozen, the estimated yield from the year-end appeal has been increased and a number of discretionary expense items have been reduced from the amounts requested.

Although the Membership is growing, pledge income is growing more slowly because new Members generally pledge at lower levels than long-time Members.

Mr. Wise MOVED adoption of the Budget and the Senior Minister's compensation as set out in the proposed budget (attached as Annex D). SECOND.

There was a question about how the prudent draw on the endowment is determined. Mr. Wise explained.

There was a question how much pledges would have to increase to fund the the preliminary budget before the cuts that Mr. Wise explained. Garnett Losak, Director of Congregational Life said it would require an average increase of approximately \$300 per pledging unit.

Samira Kawash said that the proposed budget does not reflect planned growth. She called on the Board to work for planned growth of the Membership.

Bob Patterson suggested that groups within the congregation should help to raise more funds to support their respective activities.

There was a question about the proposed increase in salary for the Director of Congregational Life. Mr. Wise explained the hours and responsibilities of the job are being increased on the departure of Mr. Petrillo.

The Moderator noted that the allotted time for debate had expired. Motion PASSED with one Member voting no.

The Moderator recognized Mr. Wise, who presented an estimate of the effects on future budgets of extra draws from the endowment (attached as Annex E).

Connie Newsom and Mitch Major rose with points of information. Ms. Newsom noted the Society needs to stick to the prudent draw, because it was approved by the Membership. Mr. Major said that if there are extra draws on the endowment, the past quarterly balances of the endowment used to calculate prudent draw thereafter should be adjusted to reflect the extra draw.

The Parliamentarian ruled that these "points of information" were out of order because the speakers were offering information or views to the meeting, not requesting information from the Moderator.

1:03 – Fire safety proposal

The Moderator recognized Trustees Roger Cooper and Kurt Steele. Mr. Cooper said the Board felt a special obligation to take action to protect the Society's buildings, having determined that the existing fire detection system in the sanctuary and chapel is not effective. Mr. Steele referred to recent catastrophic fires in historic religious buildings and said that the existing alarm system relies on very old technology and that the proposed new system would employ new technology that would sound an alarm sooner in the event of a fire. Mr. Cooper said the Board determined there is no practical alternative to drawing on the endowment in order to undertake this project without delay.

Mr. Cooper MOVED to authorize an extra endowment draw of up to \$300,000 to finance the fire safety proposal as described in Annex F. SECOND.

Samira Kawash said that this proposal is what the endowment should be used for and that it should not be used to support annual operating expenses.

Mr. Major said tht the endowment should not be used for to fund the proposal; that a capital campaign or loan should be used instead.

Cara Haft reported in efforts to apply for grants to fund the fire safety proposal and the accessibility proposal (see below) and referred to information provided in Annex G. She said that in general, grants for capital improvements would have to be matched in part through internal fund-raising.

Sharon Kennedy questioned if a grant could be obtained in endowment funds were being used for a capital project.

Ms. Haft said she thought a grant could be obtained even if some endowment funds were also being used for the capital project.

David Prevost said that the endowment should not be used for the proposal and MOVED TO TABLE THE MOTION UNTIL AFTER CONSIDERATION OF THE ACCESSIBILITY PROPOSAL. SECOND. Passed on show of hands.

1:32 – Accessibility proposal

The Moderator recognized Trustee Lee Pardee. She said that although some accessibility concerns were addressed with the installation of the front step raisings and induction loops in the sanctuary and chapel, the Society need to do more to make its facilities accessible. She said there are a few members that do not attend worship, and some potential facility rentals have been lost, because of inaccessibility to the buildings. She MOVED authorizing a draw of up to \$125,000 from the endowment to finance the accessibility proposal as described in Annex H. SECOND.

In response to a question, Ms. Pardee said the project should take about six months.

Marty Bernstein said he is in favor of the motion because accessibility is a human rights issue.

Nancy Wolf said that an inside elevator would be better than the proposed external lift and the proposal should not proceed until it can be determined if an elevator is feasible and what it would cost. She said she is against using the endowment for the proposal.

A Member said that being accessible is a religious imperative and a higher priority than the appearance of the front of the building.

Connie Newsom said she is against irresponsible draws on the endowment. She promised to lead a capital campaign to fund an elevator.

A Member said that the inaccessibility is egregious and needs to be corrected immediately.

Ms. Kawash said she is in favor of the proposal, but not an endowment draw.

Ms. Losak said she is aware of at least two wedding rentals that were lost because of inaccessibility.

Elaine Macken said the Society should study the issue more and not proceed with an imperfect plan.

The Moderator noted that time allotted for debate had expired and called for a vote on extending debate (two-thirds vote required). FAILED.

The Moderator called for a final vote and the motion PASSED on a vote of 55-24.

2:05 p.m.-- Fire safety recalled

The Moderator stated that in accordance with the motion to table, the fire safety proposal was again on the floor and, since the time allotted for debate on that motion had previously expired, called for a final vote. The motion PASSED on a vote of 57-22.

2:09 p.m. – By-laws

The Moderator recognized Tom Check, a member of the Governance Task force, who MOVED to adopt the amended and restated by-laws as set out in Annex I, to be effective at the conclusion of the meeting.

Mr. Prevost asked if the mover would consent to modifying the proposed by-laws so that the entire Finance Committee, rather than the Treasurer, would have primary responsibility for investment of the Society's assets.

Mr. Check accepted the suggestion as a friendly amendment.

The motion, as so amended, PASSED with one Member voting no.

2:15 p.m. – Sanctuary proposal

The Moderator recognized Alex Gecker, who MOVED as set out in Annex J. SECOND. Motion PASSED with two Members voting no.

Adjournment

The agenda having been completed, the Moderator adjourned the meeting at 2:18 p.m.

FIRST UNITARIAN
CONGREGATIONAL SOCIETY
BROOKLYN
A UNITARIAN UNIVERSALIST CONGREGATION

Rules for Annual Meeting

People are asked to speak for themselves, not for what they believe others may think. Also, people are asked to be mindful of the feelings of others in the way that they phrase their remarks.

Comments are limited to 2 minutes per person. The moderator will call on people with differing points of view alternately.

No one will be called upon to speak for a second time before everyone wishing to speak has spoken once.

Procedural questions, questions for information, and right relations/process questions will be addressed as soon as they are made known to the moderator, before calling on other speakers or moving on to another item of business.

No vote on a motion will be taken before 10 minutes of comments have expired or there are no more people seeking to comment.

After 10 minutes, the question may be called.

A 2/3 vote is required to end debate and proceed to a vote on the motion.

There must be a 2/3 vote to extend discussion beyond the time allotted on the agenda.

Except as written above and in the congregational by-laws, the meeting will be conducted according to Robert's Rules of Order.

FIRST UNITARIAN
CONGREGATIONAL SOCIETY
BROOKLYN
A UNITARIAN UNIVERSALIST CONGREGATION

Purpose Statement: The First Unitarian Congregational Society in Brooklyn is a joyful, loving, religious community that inspires and empowers people to Grow spiritually, Care for one another, and Work for social justice and stewardship of the earth
– Adopted by the Congregation - May 17, 2015

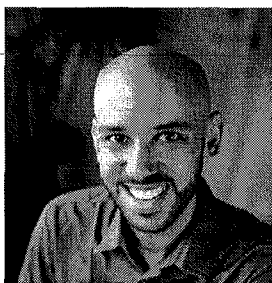
Right Relations Covenant: We are mindful that, as individuals and members of this spiritual community, we are each accountable for our words, deeds, and behavior. Therefore, whenever we worship, work together, or relate to one another, we agree to follow the following behavior covenant. I will strive to:

- Respect and cherish diversities of race, ethnicity, gender, sexual and/or affectional orientation, identity/gender expression, age, ability, beliefs and ideas.
- Assume good intentions. Trust in and speak well of one another. Give the benefit of the doubt. Examine my own intentions.
- Foster an environment of compassion, generosity, fellowship, and creativity. Smile and be welcoming. Share in the responsibilities of congregational life. Actively support the congregation's activities, and pledge financial support.
- Express appreciation and gratitude for the rich variety of gifts and talents shared among us. Empower others.
- Speak the truth as I experience it with kindness, care, and respect.
- Make decisions democratically through agreed-upon processes. Promote fairness and decency. Speak out against injustice.
- Face others directly in agreement or disagreement. Act with respect and humility when I disagree with others.
- Be mindful that words and actions may cause unintended pain.
- Seek out understanding and wisdom in the presence of conflict. Resolve conflicts through intentional compromise and collaboration and, when necessary, request mediation. Understand that sometimes it is necessary to take "no" for an answer. Be forgiving.
- Practice self-care.
- Be open to hope.

Adopted by the Congregation - March 7, 2009

FIRST UNITARIAN
CONGREGATIONAL SOCIETY
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A UNITARIAN UNIVERSALIST CONGREGATION

Nominees for the Board of Trustees
2- Year Term beginning May 2017 (completing the term
currently held by James Goward)



Computer Science.

Waciuma Wanjohi - Waciuma has attended First U since moving back to Brooklyn in 2014. He has served as a Sunday School teacher and a Coming of Age mentor. He currently serves on the Adult RE Forward First Team and previously served as a Lay Leader. He grew up in a Presbyterian church for which he served as an elder on the Session. Waciuma has worked as a New York City Teaching Fellow in Harlem, as a teacher at the American School of Bombay, and as a founding teacher of the Brooklyn Laboratory Charter School. He is currently studying

3- Year Terms beginning May 2017



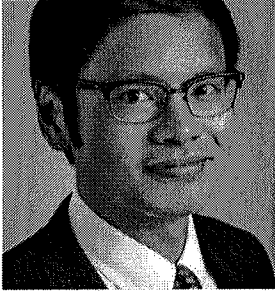
be proud to serve on the board.

Laurel Lesio-Eisenstadt – Laurel lives in the Cobble Hill area and is a private school music and dance teacher by profession. She and her husband, Bert, have been attending First U since the spring of 1996 and became a member a few years after that, teaching in the RE program and serving as a member of the RE council. Laurel currently teaches in the OWL program and is a new member of the choir. She raised her now grown children, Amy and Ben, here at First U and is grateful for the community, and for the strong spiritual and ethical home that First U has been to all of them. Laurel would



looking forward to putting her faith in action as a Board Member.

Dawn Elane Reed – Dawn Started attending First U in the fall of 2007. She became a member right away and started singing in the choir. Soon after signing the membership book, Dawn's son, David, was dedicated in our Sanctuary. Dawn has served on the Religious Education Council, taught regular RE and Owl Classes and attended a Unitarian Universalist Association District Assembly meeting as a Representative for First U. She Co- directed and performed in the Mother Wove the Morning Theater project, was a mentor for the



Dale Ho - Dale has been a member of First Unitarian since April 2016, and is currently serving as a Lay Worship leader this year. He lives in Prospect Heights with his wife Caroline Sharman and their two children, Madeleine and James. He's originally from San Jose, California. Dale works as a lawyer at the ACLU, where he is the Director of the ACLU Voting Rights Project. He is very happy to have found a spiritual home at First U, and hopes he can be of service to this community as a member of the Board.

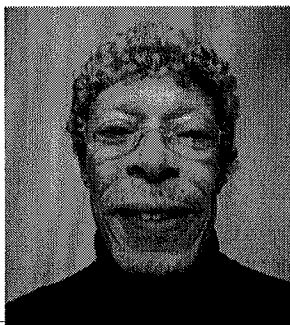
Nominee for Clerk of the Congregation

1- Year Term beginning May 2017



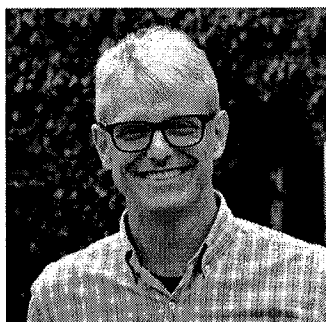
Bruce Wilde - Bruce is a lifelong Unitarian Universalist. He joined First U promptly after moving to New York in 1990. Bruce sings in the choir and serves on the Forward First Governance Team. You'll also see him working on UniFair and the Auction. He also helped his wife Coco launch First Acoustics, the folk music concert series that began as a part of First U but has since developed into an independent not-for-profit. Bruce and Coco have raised their daughters Vanessa, Vivian and Vera at First U.

Nominees for Leadership Development Committee (formerly Nominating Committee) 1-Year Term beginning May 2017



Edwin Lord - Edwin is a retired Licensed Clinical Social Worker, having graduated from Columbia School of social work. He has worked for a number of years in the field of substance abuse and HIV/AIDS services. He has been a member of FUUB since 1998 and has held a variety of offices including, Board President, a member of Welcoming Sanctuary Task Force and two-time General Assembly delegate. Edwin is currently on the Pastoral Care Team, the Prayer Shawl Ministry, and can be frequently seen in the vestibule servicing as part of the Sunday welcoming team. Away from FUUB he is on the Kingsboro Alcoholism

Treatment Center 's Community Advisory Board.



David Garvoille (2nd Term) David looks forward to serving a second year on the LDC along with the rest of the dedicated folks on the LDC slate. His ambition is to develop leadership pipeline at First U where newcomers can get engaged in meaningful ways, take on leadership and have a leadership body that truly reflects our values of diversity and inclusion. A lifelong UU, David was dedicated in 1970 at the First Unitarian Society in Madison, Wisconsin and was an active high schooler at my second home congregation in Stillwater, OK in the 1980s. He pledged and signed the First U membership book in January of 2013. David has served as a Lay

Leader, co-chair of Stewardship Team for three years and co-led our capstone RE program Coming of Age and co-taught two rounds of OWL. Most recently he co-chaired the annual auction and served as the chair of the Leadership Development Committee (formerly Nominating Committee).



Kurt Steele – Kurt is a retired corporate lawyer who practiced law both at a large NYC law firm and as general counsel of several large companies. He has been a UU since 1983 when Pat and their two children showed up one day at the Montclair (NJ) Unitarian Church which was near where they lived then. He had a variety of leadership roles in both that church, the Evanston (IL) Unitarian Church and the All Souls Unitarian Church (NYC). Kurt also has served as a Trustee of the Meadville Theological School, one of two UU schools. Since following Rev. Ana to First Brooklyn

in 2012, he has fallen in love with his fourth UU congregation. Besides the church being only four blocks from their apartment, he's thrilled about how the church is growing and becoming much more mission-oriented. Kurt has particularly focused his efforts on the Forward First strategic work. Kurt has just completed a 3-year term on the Board of Trustees.



Nancy Witherell (4th Term) – Nancy is a life-long UU. She has served in many capacities. This year, Nancy is a mentor in the Phoenix Rising Program, and is serving as the VP of the Women's Leadership Alliance. She has been on the Board; two strategic planning committees, including Forward First; run the UniFair clothing department with Lee Pardee for many years; part of the Anti-Racism Team (which she says, changed her life), and Chaired the Welcoming Sanctuary Task Force which put up the Welcome sign over the main entrance of the Sanctuary.

Nancy is married to Tom Check. They raised their son, Dan, at First U, and he in turn is raising his family at All Souls Church in DC. Nancy is retired from her career as a Psychotherapist.



Mary Most – Mary was born and raised Unitarian at All Souls in Manhattan, where her parents were married and continued to attend even after they moved to New Jersey. She was in the LRY youth group in Paramus NJ, and went to youth conferences at congregations throughout the Metro District. She also attended the Unitarian Homestead Camp, and has organized camp reunion weekends for the past 10 years. Mary has been a member of our Brooklyn congregation since 1993; her children, Melody and Skylar, are 3rd generation Unitarians. Currently Mary is nearing the end of her second time serving on the Board

of Trustees. She's been active in RE, the Flower Committee, and the Program Council; taught OWL to all age groups; served on the Ministerial Search, Finance Committee, and Sexton Search; and arranges the annual donation of UniFair leftovers. Mary currently works at the NYC Department of Sanitation, producing promotional materials and web content for recycling and composting.

First Unitarian Congregational Society in Brooklyn PROPOSED BUDGET FYE2018
May 21, 2017

	<u>Budget July 2016 - June 2017</u>	<u>Projected July 2016 - June 2017</u>	<u>Budget July 2017 - June 2018</u>
REVENUE			
CANVASS & CONTRIBUTIONS			
Pledge Income	309,000	298,917	310,000
Non Pledge Contributions	1,500	5,413	5,000
Sunday Plate			
Collection	41,000	33,552	35,000
LESS Share the plate contributions	(20,500)	(16,776)	(17,500)
Contributions from Womens Alliance	5,000	5,000	5,500
TOTAL CANVASS & CONTRIBUTIONS	<u>336,000</u>	<u>326,107</u>	<u>338,000</u>
RENTS			
Daycare Rent	176,556	176,556	179,518
Apartment Rent	70,400	78,000	78,900
Other Rent	50,000	63,385	36,000
Ceremonies Income	14,200	5,800	10,000
LESS Ceremonies Commission & Expense	(4,500)	(2,285)	(2,500)
TOTAL RENTS	<u>306,656</u>	<u>321,456</u>	<u>301,918</u>
ENDOWMENT DRAW			
Prudent Congregational Endowment Draw 4%	139,000	139,000	145,000
TOTAL ENDOWMENT DRAW	<u>139,000</u>	<u>139,000</u>	<u>145,000</u>
CONGREGATIONAL FUNDRAISING			
Unifair	12,000	9,256	10,000
LESS Unifair Expense	(2,040)	(3,900)	(2,000)
Auction	11,500	15,000	15,000
LESS auction expense	(500)	(1,000)	(1,000)
Concert and musical events	2,000	4,022	3,000
LESS related expense	(850)	(1,046)	(1,000)
Year end appeal	5,000	3,200	4,200
LESS related expense	(500)	-	(200)
LESS expense funded by appeal			
Other special purpose fundraising		15,440	
LESS expense funded by special purpose funds		(14,440)	
Other fundraising (net of expense)	1,000	4,335	4,335
Online sales	350	271	-
Book Table Income	1,500	727	1,000
LESS Book Table Purchases	(1,400)	(951)	(1,000)
TOTAL CONGREGATIONAL FUNDRAISING	<u>28,060</u>	<u>30,914</u>	<u>32,335</u>
TOTAL REVENUE	<u>809,716</u>	<u>817,476</u>	<u>817,253</u>

First Unitarian Congregational Society in Brooklyn PROPOSED BUDGET FYE2018

May 21, 2017

	<u>Budget July 2016 - June 2017</u>	<u>Projected July 2016 - June 2017</u>	<u>Budget July 2017 - June 2018</u>
EXPENSES			
PROFESSIONAL LEADERSHIP			
SENIOR MINISTER			
Minister Salary (including housing allowance)	105,302	105,302	105,302
Benefits and professional expense	55,325	55,325	56,539
TOTAL SENIOR MINISTER	160,627	160,627	161,841
MRE/ DEM			
MRE/ DEM Compensation	74,651	74,651	74,651
Benefits	38,906	38,906	39,003
MRE professional expense		2,200	2,400
TOTAL MRE/ DEM COMPENSATION	113,557	115,757	116,054
MINISTERIAL INTERN			
Ministerial intern	2,500	-	-
LESS grant income for intern	(2,500)	-	-
Affiliated Community Minister expense	250	250	250
Visiting ministers	1,250	1,250	1,000
TOTAL OTHER MINISTERIAL	1,500	1,500	1,250
TOTAL PROFESSIONAL LEADERSHIP	275,684	277,884	279,145
RELIGIOUS EDUCATION PROGRAM			
Items funded by Congregation and WA			
Seminarian intern (Womens Alliance support)	4,000	4,000	4,000
Youth Ministry Coordinator (Seminarian intern)	5,000	3,200	5,000
Benefits		626	1,165
Seminarian prof dev (Womens Alliance support)			500
Child care fka nursery staff	2,400	2,400	2,960
Benefits		345	383
Toddler lead teacher	2,000)		2,000
PreK lead Teacher	2,000)	3,667	2,000
Staff benefits	927	-	
Bibles	300	300	500
Summer Program Staff	500	500	500
	17,127	15,038	19,008
Items supported by parent contributions			
Family Retreat	4,000)	-	-
Youth Group	5,000)	-	250
Coming of Age Program	1,500)	-	-
Other events and expenses	1,750)	7,328	1,450
RE support from parents	(12,700)	(7,328)	(1,000)
	(450)	0	700
Additional fundraising			(2,000)
TOTAL RELIGIOUS EDUCATION	16,677	15,038	17,708

First Unitarian Congregational Society in Brooklyn PROPOSED BUDGET FYE2018
May 21, 2017

	Budget July 2016 - June 2017	Projected July 2016 - June 2017	Budget July 2017 - June 2018
MUSIC			
Music Director	31,775	31,775	31,775
Benefits	7,157	7,157	4,113
Professional expense	2,000	2,000	1,500
Section Leaders	16,000	14,280	16,000
Substitute Music Director	750	750	750
Music Purchases	870	733.33	740
Summer Music Program	1,200	1,200	1,500
Julie McKinney Expense (special services)	7,700	7,700	7,000
LESS Julie McKinney contributions	(8,000)	(7,700)	(7,000)
TOTAL MUSIC	59,452	57,895	56,378

CONGREGATIONAL LIFE

Dir. of Congregational Life	35,235	35,235	47,000
Benefits	7,935	7,935	12,195
Professional expense	1,000	1,600	1,200
Stewardship	1,000	500	1,312
Membership	500	-	600
Hospitality Expense (coffee etc)	2,300	1,619	1,000
LESS Hospitality Income (net) (soup etc)	(1,000)	(1,111)	(1,000)
Flower Expense	1,200	1,334	1,500
LESS Flower Income	(1,100)	(680)	(1,500)
Small Group Ministry	100	-	-
Weaving the Fabric of Diversity	1,800	1,280	1,350
Prayer Shawl	300	191	160
TNT	200	-	160
Sustainability	200	-	80
Music & Worship	750	-	240
Clergy Association Lunch	200	200	200
Forward teams			280
TOTAL CONGREGATIONAL LIFE	50,620	48,102	64,777

8200 BUILDING RELATED EXPENSES

Sexton	42,000	41,250	45,000
Benefits	15,259	29,541	34,759
Sexton prof expenses			1,500
Custodian(s)	24,150	8,050	
Benefits	5,439	1,360	
Janitorial services (daycare center)			24,000
Janitorial services (congregation)	24,000	23,933	27,000
Insurance	42,500	48,500	50,500
NYC Real Estate Tax	8,800	8,200	9,500
Alarms & Extinguishers	19,000	11,164	17,000

First Unitarian Congregational Society in Brooklyn PROPOSED BUDGET FYE2018
May 21, 2017

	Budget July 2016 - June 2017	Projected July 2016 - June 2017	Budget July 2017 - June 2018
Electricity	20,000	19,048	20,000
Gas	24,000	24,000	24,000
Water & Sewer	4,000	6,912	5,000
Maintenance - Supplies	7,000	17,029	15,000
Maintenance - Purchased Service	12,000	16,925	20,000
Maintenance - Projects / capital improvements	46,000	36,948	20,000
Organ & Piano Maintenance	2,900	2,900	2,201
TOTAL BUILDING RELATED EXPENSES	297,048	295,761	315,460
DENOMINATIONAL EXPENSE			
UUA & Metro Dues / Fair Share	1,500	1,500	500
TOTAL DENOMINATIONAL EXPENSE	1,500	1,500	500
ADMINISTRATION AND GENERAL SERVICES			
Director of Congregational Services	52,726	52,726	
Benefits	12,959	12,959	
Office mgr (part time)			28,000
Benefits			3,625
Professional expense	250	250	
Bookkeeping service			12,000
Postage	2,000	1,687	1,800
Audit	5,000	5,000	5,000
Servant Keeper	500	581	525
QuickBooks	550	873	785
Office Supplies	6,500	8,515	7,000
Office Machine Repair	2,000	2,003	2,000
Machine Leases	13,800	21,245	10,000
Computer Hardware	0	-	
Telephone/ Internet	7,100	6,061	7,200
Website Expenses	50	360	50
Payroll Service	2,700	2,656	2,700
Other Administrative Expense	1,100	8,676	1,100
Legal Services	1,500	(1,500)	1,500
TOTAL ADMIN AND GENERAL SERVICES	108,735	122,092	83,285
TOTAL EXPENSE	809,716	818,272	817,253
NET OPERATING SURPLUS (DEFICIT)	0	(796)	0

Estimated effects of capital spending proposals

5-21-17 Annex E

ASSUMPTIONS

AMOUNT OF PRUDENT DRAW

Amount of extraordinary draw	Investment return	FYE2019	FYE2020	FYE2021
0	5%	\$ 150,000	\$ 156,000	\$ 159,000
	0	\$ 147,000	\$ 148,000	\$ 144,000
	-5%	\$ 145,000	\$ 141,000	\$ 131,000
\$125,000	5%	\$ 149,000	\$ 153,000	\$ 154,000
	0	\$ 146,000	\$ 145,000	\$ 140,000
	-5%	\$ 143,000	\$ 138,000	\$ 127,000
\$300,000	5%	\$ 147,000	\$ 148,000	\$ 147,000
	0	\$ 144,000	\$ 141,000	\$ 134,000
	-5%	\$ 142,000	\$ 134,000	\$ 121,000
\$425,000	5%	\$ 145,000	\$ 145,000	\$ 144,000
	0	\$ 142,000	\$ 138,000	\$ 130,000
	-5%	\$ 140,000	\$ 132,000	\$ 117,000

Fire Safety Proposal

The Situation

- Three NY Metro Area historic churches have burned down in the past year.
- Due to deferred maintenance and out-of-date systems, we need to make changes to First Unitarian's facilities to improve fire safety.
- First Unitarian's current fire alarm system is out-of-date and is unlikely to result in Fire Department response in time to substantially save the building.
- New fire detection systems exist that can detect fire sooner and suppress fire, thereby substantially increasing chances that First Unitarian can avoid the complete destruction that has been experienced by other historic NYC churches.
- The plan that is being proposed will give First Unitarian the specifications for a fire alarm system that can be presented to multiple companies in order to obtain the best installation proposal.

The Proposal

Installation of the following fire alarm systems:

- Air particle and detection fire alarm system in the high-ceilinged sanctuary and chapel
- Conventional fire alarm system in 48 and 50 Monroe Place buildings

An air particle detection system can detect smoke much sooner than our current alarm system, which is triggered by heat. This is most critical in our high-ceilinged spaces where heat is not able to reach and trigger the alarm until a fire is in an advanced state. An air particle detection fire alarm system is recommended by the National Fund for Sacred Places, the organization that we are applying to for a grant.

Estimated Cost

Item	Low Est.	High Est.
Assessment by a professional fire safety firm to determine the most effective fire alarm system for First Unitarian's buildings and any building changes needed to improve fire safety	\$ 15,000*	\$ 15,000*
Building changes to improve fire safety and obtain Fire Dept. certification	\$ 50,000	\$ 65,000
Installation of fire alarm system in all four buildings of the First Unitarian facilities complex	\$135,000	\$170,000
Contingency	\$ 25,000	\$ 50,000
PROJECT TOTAL	\$215,000	\$300,000

*Proposal already received.

Note: The Board will work with our Director of Facilities, Chris Johnson, and other staff to maintain and improve fire safety practices for all users of our facilities.

Annual Meeting Talking Points: Grant-Writing Work Group

Cara Haft
May 18, 2017

Grant-Writing Work Group members: David Andrews, Elizabeth Ellis, Cara Haft, Garnett Losak, Clare Robinson-Henrie, Matt Robinson-Henrie

Established: March 21, 2017 by a motion presented by Cara Haft and approved by the Board of Trustees

Fire Safety Project approved by Board at March 21 meeting.
Accessibility project approved by Board at May 2 meeting.

Progress Report:

- Rev. Ana invited individuals she and Garnett had identified as experienced in grant-writing.
- Cara began researching funding sources and has identified two major potential funding sources so far.
- Separate grant proposals are being prepared for each capital project, in anticipation of congregational approval.

1. National Fund for Sacred Places

- Letter of intent to apply was due/submitted on May 1, 2017
- Notification by July 1
- Period of consultation with and technical assistance from Partners for Sacred Places
- Full application due July 31 – notification October 2017
- Grants up to \$250,000; not to exceed 50% of a project

Matching Funds Requirements

“All capital grants awarded from the National Fund for Sacred Places require a cash match. Any grant under \$100,000 requires a 1:1 cash match, while grants of \$100,000 or more will require a 2:1 cash match (for example, in a 2:1 scenario, a \$100,000 grant will require the grantee to raise an additional \$200,000 in matching funds). The grant amount will not exceed 50% of the project cost.

Fire Safety Project	Accessibility Project	
\$300,000	\$125,000	Estimated budget
2:1	1:1	Cash match requirement
\$100,000	\$62,500	Maximum grant eligibility
\$200,000	\$62,000	1st U Funding sources (balance)

Sources of match may include:

- Written pledges or cash from individuals, foundations, or corporations
- Proceeds from the sale of stock, real estate or other property
- Government grants
- Organizational funds
- Congregational giving

- Funds raised through events, raffles, and other fundraising efforts
- Matured bequests
- In-kind materials and professional services that directly benefit the grant-funded project. In-kind donations may not exceed 20% of the required matching funds. Value will be based on the fair market value of donated materials or services. Grantees that will be using in-kind donations as part of their match should be in contact with the fund administrator to ensure that the pledged amount is properly determined and documented.

Bridge or construction loans and reserve funds of the congregation cannot count as matching funds.

The intent of requiring Matching Funds is to leverage new money raised because of the grantee's participation in the Fund. Therefore, **funds solicited, applied for, pledged or secured prior to the grantee's official acceptance into the program will not be counted toward the project match.** For example, if the grantee received notification that their application was successful and their organization was accepted into the program on October 1, 2017, any grants applied for and any donations solicited prior to that date, even if the funds were received after October 1, would not be eligible as matching funds."¹

*Rev. Ana received a letter in March 2017 from a representative of Partners for Sacred Places inviting our congregation to submit proposed projects for consideration by the Fund.

2. New York Landmarks Conservancy Sacred Sites Challenge Grant

- Application due on June 1, 2017
- Awards are issued approx. 5 months later (Nov. 2017)
- Up to half the cost of a project, between \$25,000-75,000

Fire Safety Project	Accessibility Project	
\$300,000	\$125,000	Estimated budget
1:1	1:1	Cash match requirement
\$75,000	\$62,500	Maximum grant eligibility
\$75,000	\$45,000	NEW 1st U Funding
\$25,000	\$17,500	"Funds on hand"
\$125,000 balance	No balance	

Matching Funds Requirements

All capital grants awarded from the National Fund for Sacred Places require a cash match.

3. New York Sacred Sites Consulting Grant

- These applications will also be submitted for a Sacred Sites Consulting Grant, which covers "soft costs" such as architect and contractor fees for plans, site analysis, etc. Maximum grant is \$7,500.

¹ www.fundforsacredplaces.org

Accessibilities Proposal

The Situation

- Many older congregants and visitors have difficulty or are completely unable to attend Sunday worship services because they can't climb our steps.
- Our one fully accessible space, the chapel, has no bathroom access.
- We are losing income from rentals, including weddings, due to our lack of accessibility.
- Our congregation has been seeking a solution to this situation for over 25 years.
- An elevator, which would provide full accessibility, has an estimated cost of at least \$500,000 (based on the cost of an elevator in a similar Gothic Revival church in New Haven, CT serving only two levels – we need three - which cost \$360,000 in 2015).

The Proposal

- A wheelchair lift from Monroe Place to the west door of the sanctuary.
- A chairlift from the chapel to the undercroft. (Available headroom does not allow for a wheelchair lift.)

The wheelchair lift to the sanctuary portion of the project includes:

- Obtaining approval from Landmarks Commission, which has indicated that it is very open to helping religious institutions become physically accessible to their congregants. This will be managed by our architect.
- Creating a new gate in our fence on the Monroe Place side, between the garbage entrance and Pierrepoint Street.
- Creating a ramp from the new Monroe Place to a level area – also to be created – for the wheelchair lift base. This will be designed by our architect and is the part of the project where there are the most unknowns.
- Making the West entrance to the sanctuary exclusively for lift users.

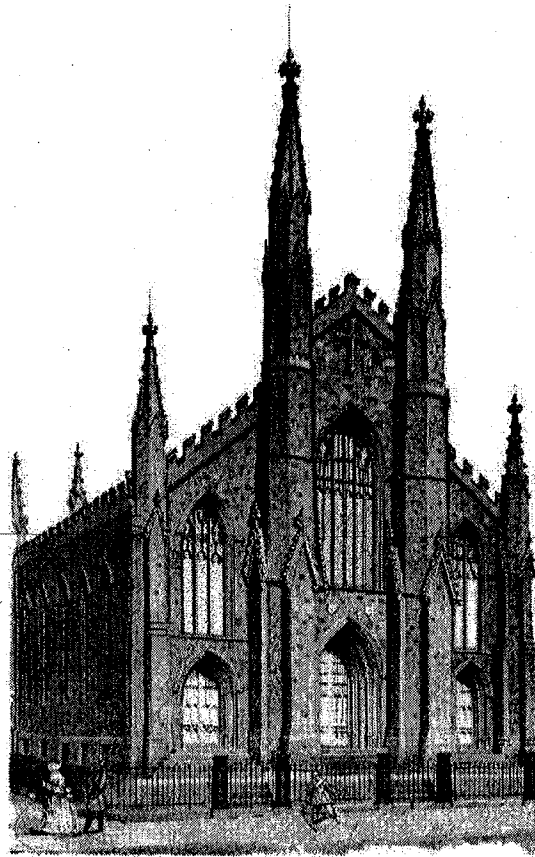
Estimated Cost

Wheelchair Lift to Sanctuary

Architect	\$ 20,000
Lift Manufacture and Installation	50,000
Electrical Work	3,000
Entrance Gate and Ramp to base of lift	25,000
Total	\$98,000

Chairlift from Chapel 10,000
to Undercroft

Contingencies 17,000
PROJECT TOTAL \$125,000



**BY-LAWS OF
THE FIRST UNITARIAN
CONGREGATIONAL SOCIETY
IN BROOKLYN**

[As proposed by Forward First Governance Team and recommended by the Board
5/4/2017, as revised 5/9/2017]

(Of December 13, 1977, as amended and restated at the
Annual Membership Meeting held May 21, 2017)

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ARTICLE I. HISTORY AND NATURE OF THE SOCIETY

Section 1.1. The Society.

The FIRST UNITARIAN CONGREGATIONAL SOCIETY IN BROOKLYN, also referred to as the "Society," is a religious corporation that was incorporated on April 22, 1842 and reincorporated on November 10, 1974 pursuant to the laws of the State of New York.

Section 1.2. Nature and Purposes.

The Society is Unitarian Universalist in religious tradition and congregational in form of government. The Society has adopted as its purpose or mission to be "a joyful, caring, religious community that inspires and empowers people to grow spiritually, care for one another, and work for social justice and stewardship of the Earth."

Section 1.3. Governing Law; Corporate Authority.

The corporate affairs of the Society are governed by the provisions of Article 19 of the New York Religious Corporations Law. The fiscal year of the Society shall end June 30 each year. The Membership (as defined in Section 2.1), in a Membership Meeting (as defined in Section 6.2) that is called and conducted in accordance with these By-laws, shall constitute the final authority in the governance of the Society.

Section 1.4. Denominational Association.

Although it is voluntarily associated from year to year with other Unitarian Universalist churches, societies and fellowships through membership in the Unitarian Universalist Association, and is in accord with the Statement of Purposes of that Association, the Society is not permanently bound to any governing or advisory body nor is it subject to any laws, regulations, practices, disciplines, rules or usages of any religious denomination or ecclesiastical governing body.

Section 1.5. Non-Discrimination.

No person shall be denied membership or employment because of race, color, sex, gender, sexual orientation, gender identification, physical condition (except, in the case of employment, to the extent directly related to the requirements of the job to be filled), national origin, financial situation, political viewpoint, or religious affiliation (except in the case of employment of Ministers), nor shall any person be prevented from or discriminated against for expressing an opinion in a respectful manner.

ARTICLE II. MEMBERSHIP

Section 2.1. Definition of Member and Membership.

A person is a "Member" if that person appears in the Membership Roll (as defined in Section 2.2). All the Members are referred to collectively as the "Membership."

Section 2.2. Becoming a Member.

- (a) If a person
 - (i) is at least 18 years old;
 - (ii) has attended worship over a period of at least 90 days;
 - (iii) has made a recorded financial donation to the Society's general fund within the preceding 120 days;
 - (iv) has signed a membership application form for the current fiscal year indicating the person is in sympathy with the purposes of the Society and including a pledge of financial support for the current fiscal year; and
 - (v) has signed the membership book in the presence of (A) a Minister (as defined in Section 8.1) or a Minister's designee and (B) a Trustee (as defined in Section 3.1),

that person shall be placed on the "Membership Roll," which shall be a list of all current Members and shall be maintained at the Society's office.

- (b) Notwithstanding subsection (a) above:
 - (i) The minimum age condition for a person that has participated in the Society's religious education program shall be 16 years.
 - (ii) A Minister may waive the 90 day attendance condition for a person that has been an active member of another Unitarian Universalist congregation.
 - (iii) The recorded financial donation or pledge of financial support conditions may be satisfied by a donation or a pledge that is made jointly by two or more persons living together as a family, except that a person that is at least 21 years old and capable of making independent decisions must satisfy those conditions separately from that person's parent(s) or guardian(s).
- (c) Except as provided in subsection (a) above, no statement of faith shall be required as a condition of being a Member.
- (d) The membership book is a physical book that shows the names of all persons that have ever been Members. The Ministers shall have custody of the membership book and shall make it available at regular intervals during each year to persons that are otherwise qualified to become Members.
- (e) The Board (as defined in Section 3.1) shall be responsible to conduct, or designate one or more persons to conduct, the processes described in this Article II, and the Clerk (as defined in Section 4.2) shall be responsible to ensure that the Membership Roll accurately reflects the results of those processes.

Section 2.3. Removal from the Membership Roll.

- If a person
 - (i) has not signed a membership renewal form for the current fiscal year that includes a

pledge of financial support for that fiscal year;

(ii) has not made a recorded donation to the Society's general fund within the preceding 12 months;

(iii) has resigned in writing as a Member and has not rescinded that resignation within 30 days;
or

(iv) has died,

that person shall be removed from the Membership Roll.

Section 2.4. Reinstatement on the Membership Roll.

If a person that has been removed from the Membership Roll

(i) signs a membership renewal form for the current fiscal year including a pledge of financial support for the current fiscal year; and

(ii) makes a recorded donation to the Society's general fund,

that person shall be reinstated on the Membership Roll.

Section 2.5. Honorary Life Members.

(a) Upon the recommendation of a Minister, the Board may, by majority vote, recognize a person that has demonstrated unusual support of the Society over a lengthy period of time as an Honorary Life Member.

(b) An Honorary Life Member shall remain on the Membership Roll for life even if that person would otherwise be removed from the Membership Roll under Section 2.3.

ARTICLE III. THE BOARD OF TRUSTEES

Section 3.1. Board Membership.

(a) The Board of Trustees, also referred to as the "Board" shall consist of nine Members, each referred to as a "Trustee."

(b) Each Trustee position shall have a term of three years, and the Trustee positions shall be classified so that the terms of three of them shall expire each year.

Section 3.2. Term of Office.

At each Annual Membership Meeting (as defined in Section 6.1), successors to those Trustees whose terms are expiring that year shall be elected, and the term of each outgoing Trustee shall end at the adjournment of the meeting at which their successor has been elected, provided the person elected has qualified for and accepted the position.

Section 3.3. Vacancy.

If any Trustee declines to act, resigns, dies or is removed from the Membership Roll, that Trustee's position shall be vacant, and the remaining Trustees may appoint an interim Trustee to serve until the next Annual Membership Meeting, at which meeting the vacancy shall be filled for the remainder of the unexpired term (unless that Trustee's term is then expiring).

Section 3.4. Re-Election.

No Trustee shall be re-elected for consecutive terms, except that a Trustee may be elected to fill an unexpired term under Section 3.3 above and then may be elected to serve a subsequent consecutive full term.

Section 3.5. Board Powers; Trustee Duties.

(a) The power of the Board shall extend to whatever may be necessary to accommodate worship and other services to the Membership, including

- (i) the promotion of the purposes of the Society;
- (ii) the management of the Society's property and financial affairs; and
- (iii) the hiring, retention and determination of the terms and conditions of employment for employees of the Society,

subject always to directions given by the Membership in a Membership Meeting.

(b) Trustees owe legal duties to the Society that are imposed by New York State law, including a duty of care and a duty of loyalty.

Section 3.6. Board Limitations.

The Board shall have no power to

- (i) call, settle, remove or fix the salary of, a Called Minister (as defined in Section 8.1);
- (ii) without the consent of the Membership in a Membership Meeting, incur debts beyond what is necessary for the administration of the affairs and the care of the property of the Society; or
- (iii) fix or change the nature or order of the public worship.

Section 3.7. Board Organization; the Standing Committee.

(a) Immediately following the Annual Membership Meeting, the newly constituted Board shall meet to organize itself as follows:

- (i) The Board shall elect one of the Trustees as its "President," one of the Trustees with a term that extends for at least two more years as its "Vice President" and one other Trustee who, together with the President and the Vice President, shall constitute the Standing Committee of the Board (the "Standing Committee).

- (ii) The Board shall select a Treasurer (as defined in Section 4.4).
- (iii) The Board shall set the date for its first regular meeting.

(b) The Clerk shall act as the secretary of the Board. The Clerk shall attend Board meetings and record and prepare minutes or designate a person that agrees to do so.

Section 3.8. Board Meetings.

(a) The Board shall meet at least four times per fiscal year. Regular meeting dates shall be set at a regular meeting, and any Trustee not present shall be notified by the Clerk of the date or dates set at least ten days in advance. A special meeting of the Board may be called by a request by three Trustees to the Clerk or President, whereupon that officer shall schedule a special meeting as soon as practicable and give notice to all Trustees at least five days in advance.

(b) The Standing Committee may determine that one or more Trustees may attend a meeting of the Standing Committee or the Board by telecommunication. However, no Trustee shall be counted present at a meeting of the Standing Committee or the Board unless all Trustees attending that meeting, whether in person or by telecommunication, can hear and be heard by each other.

(c) At least 50% of the Trustees in office shall constitute a quorum for the transaction of business; but if at any meeting of the Board, there shall be less than a quorum present, the Trustees present may adjourn the meeting from time to time until a quorum is obtained and at any such adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting originally scheduled.

(d) Unless otherwise provided in these By-laws, all questions shall be decided by a majority of the Trustees present and voting at the meeting.

Section 3.9. Duties and Powers of the Standing Committee.

The Standing Committee shall be responsible for determining the agenda for meetings of the Board and a member of the Standing Committee, usually the President, shall act as Chair at those meetings. If the Society has a seal, the Standing Committee shall have custody of it. In cases of urgency where the Board cannot meet, the Standing Committee may exercise the powers of the Board, including to authorize contracts on behalf of the Society. The Standing Committee shall report actions it takes under the preceding sentence to the full Board as soon as practicable.

In the event that a Called Minister is absent or incapacitated or otherwise unable to perform the duties of a Minister, or in the event that there is a vacancy of that office, the Standing Committee, under the direction and subject to ratification by the Board and in consultation with the Committee on Ministry, may obtain a temporary replacement for that Minister, and otherwise make provisions to continue the religious activities of the Society, until such time as that Minister is able to perform the duties of a Minister or a new Minister is called by the Society. The Standing Committee shall report actions it takes under the preceding sentence to the full Board as soon as practicable.

ARTICLE IV. OFFICERS OF THE SOCIETY

Section 4.1. Executive Officers of the Society.

(a) The Trustees on the Standing Committee shall be the executive officers of the Society and shall generally have the power to act on behalf and in the name of the Society as authorized by the Board.

(b) If a Trustee on the Standing Committee resigns, dies or becomes unable to perform the duties of the position, the Board shall elect one of the Trustees as a replacement for that officer in accordance with Section 3.7.

Section 4.2. The Clerk.

At each Annual Membership Meeting of the Society a "Clerk" of the Society shall be elected who shall hold office until the adjournment of the meeting at which their successor has been elected, provided the person elected is a Member and has qualified for and accepted the position. The Clerk may be re-elected. If the Clerk resigns, dies or becomes unable to perform the duties of the position, the Board shall appoint an acting Clerk who shall serve until a Clerk is elected at an Annual Membership Meeting.

Section 4.3. The Moderator.

(a) At each Annual Membership Meeting of the Society a Moderator of the Society (the "Moderator") shall be elected who shall hold office until the adjournment of the meeting at which their successor has been elected, provided the person elected is a Member and has qualified for and accepted the position. The Moderator may be re-elected. If the Moderator resigns, dies or becomes unable to perform the duties of the position, the Board shall appoint an acting Moderator who shall serve until a Moderator is elected at an Annual Membership Meeting.

(b) The Moderator shall review the agenda for each Membership Meeting with the Board and shall preside at each Membership Meeting or arrange for another person to do so.

Section 4.4. The Treasurer.

(a) The "Treasurer" of the Society shall be a Member appointed by the Board. The Board may replace the Treasurer and, if the Treasurer resigns, dies or becomes unable to perform the duties of the position, the Board shall appoint a new Treasurer.

(b) The Treasurer shall:

(i) act as the financial advisor to the Board and the Membership;

(ii) oversee the investment of the Society's assets in accordance with the policies established by the Board or the Membership and in consultation with the Finance Committee; and

(iii) advise any bookkeeper or accountants used by the Board and ensure that the Society's financial records are maintained and financial reports are prepared in accordance with generally accepted accounting principles, as applied to religious organizations.

ARTICLE V. COMMITTEES OF THE SOCIETY

Section 5.1. Mandated Committees.

(a) The committees of the Society specified in this Section 5.1 (the "Mandated Committees"), shall be composed of Members, and shall always be maintained to perform the functions specified. The Board shall appoint a Chair of each of these Committees and endeavor to appoint sufficient additional members to allow the Committee to perform its duties. The Board may establish fixed terms for the Chair or members of a Mandated Committee. The Board may replace the Chair, or remove any member, of a Mandated Committee. Each Mandated Committee shall act as authorized by the Board and under the general supervision of the Board and shall report to the Board and the Membership at least once a year on its activities.

(b) Finance Committee.

The Finance Committee shall prepare the Society's annual budget, to be submitted for approval to the Board prior to the Annual Membership Meeting. The Treasurer shall be a voting member of the Finance Committee. The Finance Committee shall help the Treasurer oversee the financial affairs of the Society and advise the Treasurer on the investment of the Society's assets in accordance with the policies established by the Board or the Membership.

(c) Facilities Committee.

The Facilities Committee shall support and assist the Board and the paid staff in preserving, maintaining, securing and enhancing the buildings and grounds owned by the Society. The Facilities Committee shall propose capital projects and maintenance activities for consideration by the Finance Committee in the annual budget. The Board may authorize the Facilities Committee to oversee or execute projects of capital improvement or facilities maintenance within the amount of the approved budget.

(d) Committee on Ministry.

The Ministers shall participate in the selection of the candidates for appointment to the Committee on Ministry. No Trustee shall be a member of the Committee on Ministry. The Committee on Ministry shall attend to matters regarding the relationship between the Ministers and the Membership and promote the health of that relationship.

Section 5.2. Other Official Committees.

The Board may recognize additional committees of the Society and may remove the recognition of any of those Committees.

Section 5.3. Leadership Development Committee.

(a) There shall be a "Leadership Development Committee" consisting of five Members that shall be voting members of the Committee. Each voting Leadership Development Committee position shall have a term of two years, and the Leadership Development Committee positions shall be classified so that the terms of two or three of them shall expire each year. In addition, one Trustee appointed by the Board shall be a non-voting member of the Leadership Development Committee. No member of the Board shall serve as a voting member of the Leadership Development Committee. No Leadership Development Committee member shall be elected for more than two consecutive terms.

(b) At each Annual Membership Meeting, successors to those Leadership Development Committee members whose terms are expiring that year shall be elected, and the term of each outgoing Leadership Development Committee member shall end at the adjournment of the meeting at which their successor has been elected, provided the person elected has qualified for and accepted the position.

(c) If any Leadership Development Committee member declines to act, resigns, dies or is removed from the Membership Roll, that member's position shall be vacant, and the vacancy shall be filled by the Board until the next Annual Membership Meeting, at which meeting the vacancy shall be filled for the unexpired term (unless that Leadership Development Committee member's term is then expiring).

(d) The duties of the Leadership Development Committee shall be to

(i) promote the development of leadership by evaluating the potential of individual Members, identifying needs and opportunities for leadership in the Society, identifying resources to aid in leadership development, encouraging Members to use such resources to develop their leadership ability, and recommending Members to the Board for appointment to Mandated Committees.

(ii) propose the names of at least one qualified and available Member of the Society for

(i) each position on the Board of Trustees to be filled at the next Annual Membership Meeting;

(ii) each position as a delegate for the upcoming General Assembly of the Unitarian Universalist Association and any meeting of any regional body of that Association that the Society is entitled to have (each, a "Delegate");

(iii) each position on the Leadership Development Committee to be filled at the next Annual Membership Meeting;

(iv) Clerk; and

(v) Moderator.

(e) The nonvoting member of the Leadership Development Committee shall call the Committee into session no later than the second Sunday in October. The Committee shall elect its own presiding officer who shall prepare its reports to the Society. The affirmative vote of at least three members of the Leadership Development Committee shall be necessary for any action taken by the Committee. The report of the Leadership Development Committee shall be filed with the Clerk and published on the Society's website at least 30 days prior to the Annual Membership Meeting or, for positions of Delegate, at least 10 days prior to the Special Membership Meeting to be held to elect Delegates.

ARTICLE VI. MEMBERSHIP MEETINGS

Section 6.1. Annual Membership Meeting.

An annual business meeting of the Members of the Society (the "Annual Membership Meeting") shall be held on the third Sunday in May at the Society's building for the purposes of electing Trustees, the Clerk,

the Moderator and the Leadership Development Committee, adopting the Society's budget, including compensation of the Called Ministers, and transacting any other business that may be properly brought before it.

Section 6.2. Special Membership Meetings.

Special business meetings of the Members of the Society (each a "Special Membership Meeting") may be called by the Board, and shall be called on the written request of at least ten Members. The Annual Membership Meeting and any Special Membership Meeting are sometimes referred to as a "Membership Meeting."

Section 6.3. Notice of Membership Meetings.

The Trustees shall cause notice of the date, time and place of a Membership Meeting to be sent to each Member at the email address or other electronic address or, if none is on record, by mail to the mailing address shown for that Member on the Society's membership records, to be posted on the Society's website and to be announced orally at a public worship service and in the order of service for a public worship service. The notice of the Annual Membership Meeting shall be given at least 30 days in advance, and the notice of a Special Membership Meeting shall be given at least 10 days in advance. The notice shall specify the agenda for the Membership Meeting, including the names of any persons nominated for election as Trustees, Clerk, Moderator, the Leadership Development Committee, or Delegates of the Society, and shall state whether the Membership Meeting will be conducted only in person or also by telecommunication.

Section 6.4. Meeting by Telecommunication; Quorum; Voting Eligibility; Voting Requirements.

(a) The Board may determine that one or more Members may attend and be counted as present at a Membership Meeting by telecommunication. However, no Member shall be counted present at a Membership Meeting unless that Member can hear and be heard by all other Members attending the meeting in person or by telecommunication.

(b) Except as otherwise provided in these By-Laws, the quorum requirement to take action at a Membership Meeting shall be the presence of at least 40 Members.

(c) All Members that have been on the Membership Roll for at least 60 days and, in the case of the Annual Membership Meeting, have signed a membership renewal form for the upcoming fiscal year that includes a pledge of financial support for that fiscal year shall be eligible to vote at a Membership Meeting. The right of any person to vote may be challenged by any person present at the Membership Meeting. The Clerk shall resolve any question as to the eligibility of a person to vote by reference to the Membership Roll.

(d) Unless otherwise provided in these By-Laws, all questions shall be decided at a Membership Meeting by a majority of the Members present and voting on the question.

Section 6.5. Procedures for Membership Meetings.

(a) The Clerk (or, in case of absence or inability of the Clerk, or of any vacancy in that office, such person as shall be designated by the Board of Trustees) shall call the meeting to order, determine if a quorum exists and call for nomination and election of two inspectors of election. The

Clerk or other designee shall then turn the meeting over to the Moderator or the Moderator's designee.

(b) The Board may propose procedural rules for a Membership Meeting, in which case the Moderator shall call for a motion to adopt those rules as the first order of business.

(c) Except as provided below in this subsection (c), all questions shall be decided by voice vote and the Moderator shall announce the result.

(i) The Moderator may, and, if demanded by any Member shall, call for a show of hands on a question, either before or after a voice vote, in which case the inspectors of election shall count the votes and announce the result.

(ii) A contested election for any position shall be conducted by secret written ballot, in accordance with Section 6.6(c). The inspectors of election shall count the ballots and announce the result.

(d) Any matter may be raised for discussion or information at a Membership Meeting, but no final action shall be taken on any matter that was not included in the agenda for that Membership Meeting, except for motions directing the Board or an officer to consider a matter or make a report about a matter to the Membership.

Section 6.6. Special Procedures for Elections.

(a) In addition to candidates proposed by the Leadership Development Committee, other Members for any position to be filled by election may be nominated by a petition signed by at least ten Members and submitted to the Clerk at least five days before the Membership Meeting. Except to the extent the Leadership Development Committee has not nominated a person eligible and willing to serve in a position, no nominations may be made from the floor.

(b) All unopposed nominees for election may be elected as a slate.

(c) In a case where more than one person has been nominated for a position:

(i) Voting shall be by secret paper ballot. Each Member shall have one vote for each position to be filled and a majority of votes cast shall be required for election to any position. The inspectors of election shall count the ballots and announce the result.

(ii) If no nominee received a majority the votes cast for a position, a runoff shall be held between the two top vote-getters.

(iii) If there are not as many nominees receiving a majority of votes cast on the first ballot as there are positions to be filled, the nominee or nominees, if any, who did receive a majority on that ballot shall be declared elected and additional ballots shall be had among the other nominees who received votes on the next preceding ballot (except, in each instance, as many nominees who received the lowest number of votes on the next preceding ballot as shall be necessary to omit in order that the remaining number of nominees shall exceed the remaining number of positions to be filled by one shall be omitted, or, if tie votes make it impossible to so reduce the remaining number of nominees, by such number in excess of one as results from the inclusion of nominees who are so tied) until as many nominees as there are positions to be filled shall have received a majority of votes cast on a ballot.

(iv) If on any ballot more nominees received a majority than there are positions to be

filled, such positions shall be filled by the nominees receiving the highest number of votes; provided, however, that if it shall be necessary to resolve a tie vote in order to fill such positions, a new ballot involving only the nominees so tied shall be taken.

ARTICLE VII. THE DEACONS

Section 7.1. Deacon Number.

There shall be ten Deacons, each of whom shall hold office for life or until a Deacon resigns that position or is removed from the Membership Roll. The Deacons shall elect a presiding officer in accordance with procedures to be adopted by them.

Section 7.2. Deacon Duties.

The Deacons shall be available to:

- (i) assist the Ministers in conducting any communion service;
- (ii) assist at the funeral or memorial service of a Member, if so requested by the Member's survivors; and
- (iii) advise and assist the Ministers in promoting the health of the Society.

Section 7.3. Deacon Vacancy.

Upon the death or resignation of a Deacon, the remaining Deacons, together with the Senior Minister, shall propose to a Membership Meeting the name of at least one qualified and available Member to fill the office of Deacon. The election shall be governed by the provisions of Section 6.6, except that nomination by petition shall not apply.

ARTICLE VIII. THE MINISTRY

Section 8.1. Ministers.

In order to carry out the purposes of the Society and to serve the community at large, the Society shall call a minister to serve as "Senior Minister." The Society may also call one or more ministers as Associate or Assistant Ministers (together with the Senior Minister, "Called Ministers"). The Board may also employ or designate persons as ministers that are not Called Ministers (together with the Called Ministers, the "Ministers").

Section 8.2. Calling a Minister.

(a) When a vacancy in the Senior Minister position occurs or is clearly anticipated or the calling of a Minister has otherwise been authorized at a Membership Meeting, the Board, after consultation with the Unitarian Universalist Association, shall recommend a plan for selecting a Called Minister. The plan shall be submitted for approval at a Membership Meeting and, if and as approved, shall be implemented. The quorum for a Membership Meeting of that kind shall be at least one-third of the Membership and the requirement for approval of that plan shall be two-thirds of the Members present and voting.

(b) A candidate to be a Called Minister shall not be called unless the Board and the candidate have agreed on the terms of an employment contract, including a compensation package that is consistent with the current budget of the Society.

(c) A proposed call of a Minister shall be submitted for approval at a Membership Meeting. The quorum for a Membership Meeting of that kind shall be at least one-third of the Membership and the voting requirement to call a Minister shall be 90% of the Members present and voting.

(d) The position of Senior Minister may be held by two persons at the same time, in which case each shall be a Co-Minister and the Co-Ministers shall be jointly and equally responsible for discharging the duties of the position, and may divide such duties between them as they see fit.

Section 8.3. Duties of the Senior Minister.

(a) The Senior Minister shall ensure the following, by that Minister's own action or by overseeing the action of delegees:

- (i) the conduct of worship within the Society and the Society's spiritual interests and affairs;
- (ii) performing those ceremonies usually and traditionally the prerogative of ministers;
- (iii) keeping a register of births, marriages and deaths and such other records as the Board shall direct;
- (iv) counseling Members and friends of the Society when so requested;
- (v) advising and supporting the Society's religious education program;
- (vi) supervising the employees and administrative operations of the Society, except that decisions regarding hiring, retention and terms and conditions of employment for employees of the Society must be made or have been authorized by the Board; and
- (vii) representing the Society and its values to the wider community.

(b) The Senior Minister may attend and participate, without vote, in the deliberations of the Board and any committee of the Society except when the Board or a committee decides to meet without the Senior Minister.

Section 8.4. Other Ministers.

After consulting with the Senior Minister, the Board may employ or designate persons as Ministers that will not be Called Ministers, including ministers of religious education, ministerial interns, seminary students and affiliate ministers. These Ministers may or may not be compensated by the Society.

Section 8.5. Duties of Ministers.

Ministers other than the Senior Minister shall co-operate with the Senior Minister and assist the Senior Minister in performance of the Senior Minister's Duties.

Section 8.5. Freedom of the Pulpit.

(a) The Ministers shall have freedom of the pulpit and the freedom to express their personal opinions outside the pulpit.

(b) Except as authorized by the Board or the Membership, a Minister shall not purport to speak for the Society or the Membership.

Section 8.6. Removal of Ministers.

(a) Any Minister may be dismissed by majority vote at a Membership Meeting called for that purpose. The quorum for a Membership Meeting of that kind shall be one-third of the Membership.

(b) After consultation with the Senior Minister, the Board may remove any Minister other than a Called Minister.

ARTICLE IX. AMENDMENTS

Section 9.1. Amending By-Laws.

These By-Laws may be amended at a Membership Meeting by a two-thirds vote of the Members present and voting, provided that the proposed text of the amendment was included in the notice for that Meeting.

Proposed Updates to By-laws of the Congregation

The existing by-laws of the First Unitarian Congregational Society date from 1977 and over 40 years have been amended in a piecemeal fashion. This year, as part of our congregation's Forward First strategic plan implementation, the Board created an *ad hoc* Governance Team to review and revise our by-laws to reflect current operations and steer us into the coming years with clarity.

The Team decided that it is time for a fresh start. Instead of new patchwork updates, the by-laws presented for your consideration have been fully re-written and re-organized in an effort to make them easier to read and understand. We also made substantive changes. This document provides a summary of key updates as well as a full list of proposed changes.

10 Key By-laws Updates

1. **By-laws Uniformity:** Currently, the Board has a separate set of by-laws, which we incorporated into the congregational by-laws in order to have one document that clearly states the legal structure that governs all workings of the Society. If the Membership adopts these proposed congregational by-laws, we expect the Board will repeal its separate by-laws.
2. Our **Mission Statement** has been incorporated into the by-laws as an overarching frame.
3. **Word Choice:** The First Unitarian Congregational Society in Brooklyn (the corporate body) is now referred to as "Society" instead of "Church Society." We reworded the by-laws to honor the diversity of our membership.
4. **The Board:** The by-laws have been updated to reflect our current practice of having a Board President and Vice President (VP). The Team added that the VP must be a Trustee with at least two years remaining on their term. Our intention is that the VP should be available to be elected President in the following year, although Trustees may choose another Trustee.
5. **Membership:** The Team updated the by-laws to reflect our current practice that every person wishing to become or remain a Member must sign a pledge of financial support submitted by the Annual Membership Meeting and make a financial contribution to the Society's general fund. The Team clarified that this applies to anyone who is 21 or older and capable of making independent decisions, separately from their parent or guardian, even if that person lives with a parent or guardian. There is no minimum pledge amount required and exceptions can be made by the Board for financial hardship.
6. **The office of Moderator:** The Moderator will preside at all Membership Meetings or arrange for another person to do so. The Moderator will be elected annually.
7. **The Treasurer:** The Treasurer oversees investment of funds in accordance with policies established by the Board or the Membership, in consultation with the Finance Committee.
8. **Leadership Development Committee:** It became apparent through our strategic plan that it is necessary to work year-round to develop leaders who can develop programmatic goals. Formerly called the nominating committee, the Leadership Development Committee carries out this work.
9. **Ministry:** Our ministers continue to have freedom of the pulpit and the freedom to express their personal opinions outside the pulpit. The proposed by-laws specify that a Minister may not purport to speak for the Society or Membership except as authorized by the Board or Membership.
10. **Employment:** The by-laws have also been updated to reflect current practice that the Senior Minister supervises employees and Society administrative operations, except that the Board must make or authorize all decisions regarding hiring, retention, and terms of employment of employees.

All Proposed Changes to the By-laws

1. ARTICLE I. HISTORY AND NATURE OF THE SOCIETY:

- The First Unitarian Congregational Society in Brooklyn (the corporate body) is now referred to as the "Society" instead of the "Church Society." The word "church" has been removed from the document, as it is an explicitly Christian term and does not reflect the diversity of our congregation.
- The Society's adopted mission statement has been incorporated.
- The statement as to non-discrimination has been adjusted to reflect that the Society may take a person's physical condition into account in determining suitability for a job and may take a person's religious affiliation into account in determining suitability to be employed as a Minister.

2. ARTICLE II. MEMBERSHIP

- Every person wishing to become or remain a Member must make a financial contribution to the Society's general fund and must sign and submit a pledge of financial support by the Annual Membership Meeting, though no minimum amount is required. A person that is at least 21 years old and capable of making independent decisions must make a financial contribution to the Society and sign a pledge separately from their parent or guardian, even if that person lives with the parent or guardian.
- The Clerk is made responsible for the accuracy of the Membership Roll.
- The category of Associate Member has been abolished.

3. ARTICLE III. THE BOARD OF TRUSTEES

- The Board may determine time of worship services. Currently, it is the Senior Minister's right.
- The Board must elect a President and Vice President. The Vice President must be a Trustee with at least two years remaining on their term. Our intention is that the Vice President should be available to be elected President in the following year, although the Trustees may choose another of the Trustees to be President, if need be.
- Trustees must be notified of a scheduled meeting of the Board, unless the Trustee was present at the meeting when the meeting date was set.
- A Trustee may attend a meeting of the Board or the Standing Committee by telecommunication, if the telecommunicating Trustee can hear and be heard by all other Trustees participating.
- In an urgent situation, the Standing Committee may authorize a contract to be entered into on behalf of the Society.

4. ARTICLE IV. OFFICERS OF THE SOCIETY

- If the elected Clerk resigns or is unable to serve, the Board shall appoint an acting Clerk.
- Creation of the office of the Moderator, who will preside at all Membership Meetings or arrange for another person to do so. The Moderator will be elected annually by the Membership and shall serve through the next Annual Membership Meeting. The Moderator can be re-elected. If the Moderator resigns or is unable to serve, the Board shall appoint an acting Moderator.
- The Treasurer is appointed and may be replaced by the Board. The Treasurer shall oversee investment of the Society's funds in accordance with policies established by the Board or the Membership and in consultation with the Finance Committee. The Investment Committee is abolished.

5. ARTICLE V. COMMITTEES OF THE SOCIETY

- Mandated Committees: Finance, Facilities, and Committee on Ministry. The Board will appoint the Chairs and the members of these committees. The Board may recognize or remove recognition of additional official committees.

- The Finance Committee will advise the Treasurer on the investment of the Society's assets in accordance with policies established by the Board or the Membership.
- The Staff Relations Committee is abolished as its functions have been otherwise subsumed.
- The Facilities Committee (formerly Buildings and Grounds) shall propose capital projects and maintenance activities for consideration by the Finance Committee. The Board may authorize Facilities Committee to oversee capital or maintenance projects for the Society's buildings.
- The nominating committee is now called the Leadership Development Committee (LDC). Its five voting members will be elected for two-year terms so that two or three of them will come up for election each year. No one may serve more than two successive terms. The Board shall fill any vacancy on the LDC until the next Annual Membership Meeting. In addition to nominating Members for election to elected positions, the LDC will work year-round promoting the development of leadership within the Society and make recommendations to the Board of those who may be appointed to Mandated Committees or other leadership positions. The LDC need nominate only one candidate for each position to be filled. No contested elections are required.

6. ARTICLE VI. MEMBERSHIP MEETINGS

- Notice of the Annual Membership Meeting must be sent at least 30 days in advance (raised from 10 days). The notice period for a Special Membership Meeting remains at 10 days. Notices need not be mailed, except to Members who have not provided an e-mail address.
- The Board may determine that Members may attend and be counted as present at a Membership Meeting by telecommunication, provided adequate technology is in place so that the telecommunicating Member can hear and be heard by all other Members participating.
- The general quorum requirement for a Membership Meeting is raised from 30 to 40 Members. The Team thought a larger Membership should dictate a higher numerical quorum requirement.
- Any matter may be raised for discussion at a Membership Meeting, but no final action shall be taken on a matter that was not included in the agenda for the meeting, except for motions directing the Board or an officer to consider a matter or make a report about a matter to the Membership.

7. ARTICLE VII. THE DEACONS

- There shall be ten Deacons who hold office for life, or until that person resigns or is removed from the Membership Roll. The Deacons elect a presiding officer.
- The Deacons assist the Ministers in conducting any communion service, at funeral or memorial services, and advise the Ministers in promoting the health of the Society.
- Upon the death or resignation of a Deacon, the remaining Deacons, with the Senior Minister, shall propose to a Membership Meeting the name of at least one qualified and available Member to fill the role.

8. ARTICLE VIII. THE MINISTRY

- The Society shall have a called Senior Minister. It may also have one or more called Associate or Assistant Ministers. The Board may also designate or hire other Ministers that are not Called Ministers. Calling a Minister requires the affirmative vote of at least 90% of the Members present and voting (raised from 85%).
- The Senior Minister's duties include supervising the employees and administrative operations of the Society, except that all decisions regarding hiring, retention, and terms of employment of employees must be made or authorized by the Board.
- There is added to the existing statement that the Ministers shall have freedom of the pulpit a second rule that a Minister may not purport to speak for the Society or the Membership except as authorized by the Board or the Membership.

9. **ARTICLE IV. AMENDMENTS**

- The text of a proposed By-Laws amendment must be included in the notice of the Meeting at which that amendment is to be considered.

10. We have also made stylistic changes that are not substantive and are not outlined here.

The Governance Team is comprised of Board President Lee Pardee, Julie Bero, Tom Check, Carolyn Ellis, Tom Kennedy, Garnett Losak, and Bruce Wilde.

WHEREAS:

- Unitarian Universalist Principles recognize:
 - The inherent worth and dignity of every person
 - Justice, equity and compassion human relations
 - The goal of world community with peace, liberty and justice for all
- The Mission Statement of the First Unitarian Congregational Society in Brooklyn calls for us to work for social justice,

**BE IT HEREBY RESOLVED, THAT THE FIRST UNITARIAN
CONGREGATIONAL SOCIETY IN BROOKLYN:**

- Stands in solidarity with immigrants and refugees and their families, and encourages the Congregation's members and friends to volunteer in support and advocacy on their behalf;
- Agrees to enter into a process of discernment in order to determine whether and how as a congregation to commit to a program of offering sanctuary to immigrants and/or refugees;
- Authorizes the Board of Trustees to establish a committee to facilitate the accomplishment of these goals.