Updates to Bylaws of the First Unitarian Society of Madison

FIRST UNITARIAN SOCIETY

Bylaws Updates

- **In 2023,** engaged Step Up: Equity Matters in equity audit to review governance documents for white supremacist or patriarchal language and suggest edits
- **In 2024,** Governance committee reviewed and updated for accuracy and to reflect new staff structure
- **In 2025,** Board approved and moved to present to the Parish for approval.

REASON	BEFORE	AFTER
Updated for completeness.	**Section 3.2 Actions.** The Society may act at any regular or special meeting of the Parish. The Parish exercises, and may not delegate, the authority to approve the Society budget, to call or dismiss minister(s), to elect the Board of Trustees, to amend these bylaws, to remove a Trustee, and to make decisions to construct, remodel, sell, lease, or dispose of a significant portion of the assets of the Society.	**Section 3.2 Actions.** The Society may act at any regular or special meeting of the Parish. The Parish exercises, and may not delegate, the authority to approve the Society budget, to call or dismiss minister(s), to elect the Board of Trustees, to amend these bylaws, to remove a Trustee, make a public statement on behalf of the society and to make decisions to construct, remodel, sell, lease, or dispose of a significant portion of the assets of the Society.

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REASON	BEFORE	AFTER
Updated for accuracy and accessibility.	**Section 3.5 Notice and Place of Meetings.** Notice of any regular or special meeting of the Parish will be given to all members ~~by the same method they receive the FUS newsletter (either separately or included in the newsletter) at least six (6) and not more than fifteen (15) days before the meeting.~~ Notice is considered given when communicated and posted on the FUS website. The Notice will include the purposes of the meeting. Unless the Board of Trustees finds that special circumstances require meeting in another place, all Parish meetings will be on Society's Campus.	**Section 3.5 Notice and Place of Meetings.** Notice of any regular or special meeting of the Parish will be given to all members not less than ten (10) days before the meeting. Notice is considered given when communicated and posted on the FUS website. The Notice will include the purposes of the meeting. Unless the Board of Trustees finds that special circumstances require meeting in another place, all Parish meetings will be on the Society's Campus and may include a multi-platform option.

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REASON	BEFORE	AFTER
Updated for accuracy.	If the above-mentioned criteria are not met the person shall be known as a youth participant (age 14 to 18th birthday) or an affiliate (see Section 4.3) or an inactive member (see Section 4.3). **Section 4.2 Inactive Members.** A member becomes an inactive member by ceasing to participate actively in the affairs of the Society and failing to make a recordable financial pledge to the Society, ~~or by giving written notice to the Secretary. Any person may report to the Secretary circumstances believed to justify making a member an inactive member. Once the Secretary confirms the circumstances, the member will be placed on inactive status.~~ An inactive member may reinstate member status by written notice to ~~the Secretary.~~	If the above-mentioned criteria are not met the person shall be known as a youth participant (age 14 to 18th birthday) or an affiliate (see Section 4.3) or an inactive member (see Section 4.2). **Section 4.2 Inactive Members.** A member becomes an inactive member by ceasing to participate actively in the affairs of the Society and failing to make a recordable financial pledge to the Society for 2 years or more. An inactive member may reinstate member status by giving written notice to a minister or membership staff member and making a pledge.

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REASON	BEFORE	AFTER
Updated for grammar and accuracy.	**Section 4.3 Affiliates.** An affiliate is a person who, though not a member makes a recordable financial pledge to the Society and commits to fulfilling the expectations set forth in Section 4.6. An affiliate may not hold an elected leadership position in the Society. ~~Annually the Society encourages affiliates to become members in order to fully participate in the Society. An assessment of affiliates will be undertaken every two years by the ministerial staff.~~	**Section 4.3 Affiliates.** An affiliate is a person who, though not a member, makes a recordable financial pledge to the Society and commits to fulfilling the expectations set forth in Section 4.6. An affiliate may not hold an elected leadership position in the Society.

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REASON	BEFORE	AFTER
Updated for staff structure updates and equity audit suggestions.	**Section 5.2 Number and Terms of Board Members.** The Board of Trustees consists of seven (7) voting members. The minister(s) ~~and Executive Director~~ shall be non-voting member(s) of the Board. In addition, two youth from the congregation may serve as non-voting Advisory Board members. Youth members, as well as the minister(s) and Executive Director shall be excused during the Board's executive sessions. The Board of Trustees will be elected from among members of the Society. No person may hold more than one Board position at any one time. Trustees will be allowed to run for two consecutive terms, after which they will not be allowed to be a Trustee for a minimum of three years.	**Section 5.2 Number and Terms of Board Members.** The Board of Trustees consists of seven (7) voting members. The minister(s) shall be non-voting member(s) of the Board. In addition, two youth from the congregation may serve as non-voting Advisory Board members. Youth members, as well as the minister(s) shall be excused during the Board's executive sessions. The Board of Trustees will be elected from among members of the Society. No person may hold more than one Board position at any one time. Trustees will be allowed to run for two consecutive terms, after which they will not be allowed to be a Trustee for a minimum of three years. Board members should provide a breadth of skills, experiences, and perspectives.

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REASON	BEFORE	AFTER
Updated for accuracy.	**Section 5.4 Meetings and Notices.** The Board will meet at least monthly. Notices of each meeting will be sent by regular or electronic mail to all Trustees and ex officio members of the Board at least seven (7) days before the meeting. The time of any meeting will also be included in the ~~Society newsletter, Order of Service inserts~~ and the FUS Web site. Meetings of the Board are open to any member or affiliate of the Society, except that the Board may determine in particular instances that an Executive Session is appropriate.	**Section 5.4 Meetings and Notices**. The Board will meet at least monthly. Notices of each meeting will be sent by regular or electronic mail to all Trustees and ex officio members of the Board at least seven (7) days before the meeting. The time of any meeting will also be included in the weekly newsletter email and the FUS website. Meetings of the Board are open to any member or affiliate of the Society, except that the Board may determine in particular instances that an Executive Session is appropriate.

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REASON	BEFORE	AFTER
Updated for missing word and accuracy.	**6.4 Immediate Past President.** The Immediate Past President shall: a) Advise the President and the Board, b) serve on the Nominations Committee for a two-year term, c) perform such other duties as from time to time may be assigned by the Board. **Section 6.5 Secretary.** The Secretary shall: a) Keep minutes of the meetings of the Board and of the Parish; b) See that all notices are duly given in accordance with these bylaws or as required by law; c) Be the custodian of other official records of the Society, maintain an up-to-date list of all Trustees, Board committee members ~~and Society members, council charters~~ Policy Manual. d) Count all votes taken at meetings of the Board and of the Parish; and e) In general perform all duties incident to the office of Secretary, including such other duties as may be assigned from time to time by the Board.	**Section 6.4 Immediate Past President.** The Immediate Past President shall: a) Advise the President and the Board, b) serve on the Nominations Committee for a two-year term, C) perform such other duties as from time to time may be assigned by the Board. **Section 6.5 Secretary.** The Secretary shall: a) Keep minutes of the meetings of the Board and of the Parish; b) See that all notices are duly given in accordance with these bylaws or as required by law; c) Be the custodian of other official records of the Society, maintain an up-to-date list of all Trustees, Board committee members, Board committee charters and the Policy Manual. d) Count all votes taken at meetings of the Board and of the Parish; and; e) In general perform all duties incident to the office of Secretary, including such other duties as may be assigned from time to time by the Board.

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REASON	BEFORE	AFTER
Updated for missing word, co-ministry model, and equity audit suggestions.	**7.1 Board Committees.** The Board will maintain three standing committees to assist the Board in its work, and maintain accurate charters that spell out each of the committee's core responsibilities: a) Governance Committee. This committee will assist the Board in reviewing and proposing policies, and facilitating communication related to governance matters. Membership of this committee shall be ~~3~~-7 people, including the President and ~~Senior minister.~~ Additional members shall be appointed by the President of the Board, ~~who will also designate the Committee Chair.~~ Membership of the committee should provide a balance of skills, experiences, and gifts that include ~~knowledge and experience with the history and specific governance policies that define how FUS will operate, including the reasoning behind why we are structured as we are, along with knowledge of the mission and goals of FUS.~~	**Section 7.1 Board Committees.** The Board will maintain three standing committees to assist the Board in its work, and maintain accurate charters that spell out each of the committee's core responsibilities: a) Governance Committee. This committee will assist the Board in reviewing and proposing policies, and facilitating communication related to governance matters. Membership of this committee shall be 4-7 people, including the President and a senior minister. Additional members shall be appointed by the President of the Board, with two positions open to member application to be voted in by the full board. The committee chair will be chosen by the committee. Membership of the committee should provide a balance of skills, experiences, and gifts that include an understanding of the historical and current context of the mission, goals, and structure of FUS, with a focus on maintaining relevant governance policies and structures that will meet the needs of future contexts.

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REASON	BEFORE	AFTER
Updated for accuracy, staffing model, and co-ministry model.	b) Finance Committee. The purpose of the Finance Committee is to help the Board with the financial aspects of the Board's goal to foster transparency and build confidence within the Congregation. Membership of this committee shall be 3-7 people, including the ~~Executive Director~~ and at least one Board member. Additional members shall be appointed by the President of the Board, who will also designate the Committee Chair. Membership of the committee should provide a balance of skills, experiences, and gifts that include knowledge and experience, either general or specific, in finance and financial management along with knowledge of the mission and goals of FUS.	b) Finance Committee. The purpose of the Finance Committee is to help the Board with the financial aspects of the Board's goal to foster transparency and build confidence within the Congregation. Membership of this committee shall be 4-7 people, including the Director of Operations, a Senior minister and at least one Board member. Additional members shall be appointed by the President of the Board, who will also designate the Committee Chair. Membership of the committee should provide a balance of skills, experiences, and gifts that include knowledge and experience, either general or specific, in finance and financial management along with knowledge of the mission and goals of FUS.

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REASON	BEFORE	AFTER
Updated for co-ministry model, grammar, and equity audit suggestion.	c) Personnel Committee. This committee will assist the Board in reviewing and proposing policies, and facilitating communication related to personnel policy and general practices. Membership of this committee shall be 4 – 7 people, including ~~the Executive Director, the~~ Senior Minister and at least one Board member. The Board President shall appoint additional members from the congregation~~,~~ and will also designate the Committee Chair. Membership of the committee should provide a balance of skills, experiences, and gifts that include knowledge and experience, either general or specific, in human resources and/or personnel management along with knowledge of the mission and goals of FUS.	c) Personnel Committee. This committee will assist the Board in reviewing and proposing policies, and facilitating communication related to personnel policy and general practices. Membership of this committee shall be 4-7 people, including a Senior Minister and at least one Board member. The Board President shall appoint additional members from the congregation and will also designate the Committee Chair. Membership of the committee should provide a balance of skills, experiences, and gifts that include knowledge and experience, either general or specific, in human resources and/or personnel management along with knowledge of the mission and goals of FUS. Committee members should provide a breadth of skills, experiences and perspectives.

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REASON	BEFORE	AFTER
Updated for accuracy.	**Section 10.2 Bylaws ~~Review~~ Commission.** At least every decade, the ~~Board will name a Bylaws Review Commission to~~ review and update these bylaws. The proposed revisions will be presented ~~by the Commission to~~ a Parish meeting for approval ~~or suggested modification within 18 months of the election of the commission. The commission will complete its work within 2 years of election.~~	**Section 10.2 Bylaws Review.** At least every decade, the Governance Committee will review and update these bylaws. The proposed revisions will be presented at a Parish meeting for approval.

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REASON	BEFORE	AFTER
Updated for accuracy.	**Section 11.1 UUA Affiliation.** The Society will maintain membership in the Unitarian Universalist Association and the ~~Central Midwest District.~~	**Section 11.1 UUA Affiliation.** The Society will maintain membership in the Unitarian Universalist Association and the UUA MidAmerica Region.

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REASON	BEFORE	AFTER
Updated for accuracy.	**Section 11.2 Affiliated Organizations.** Each of the ~~three~~ affiliated organizations shall designate a liaison to the Board: ~~•~~ First Unitarian Society Foundation of Madison, Inc. ~~•~~ Friends of the Meeting House ~~• Unitarian Universalist Alliance~~ The ~~First Unitarian Society~~ Foundation ~~of Madison, Inc.~~ has its own Board of Directors. The Directors are elected by the Parish, three each year for three-year terms. The Foundation may not disburse funds without a specific, written request from the Board, except for portfolio transactions and for reasonable management expenses. Other organizations wishing to affiliate with the Society must be approved by the Board.	**Section 11.2 Affiliated Organizations.** Each of the affiliated organizations shall designate a liaison to the Board: First Unitarian Society Foundation of Madison: The Foundation supports general and specific programming, including our cherished work in social justice, youth, music, education, maintenance, and renovation. The Foundation has its own Board of Directors. The Directors are elected by the Parish, three each year for three-year terms. The Foundation may not disburse funds without a specific, written request from the Board, except for portfolio transactions and for reasonable management expenses. Friends of the Meeting House: Friends of the Meeting House supports an appreciation of the First Unitarian Society of Madison's Landmark Meeting House through education, financial support for Landmark preservation projects and advocacy for the preservation of its unique architectural features and character. Other organizations wishing to affiliate with the Society must be approved by the Board.

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REASON	BEFORE	AFTER
Updated for accuracy.	**Section 11.5 Public Statements in the Name of the Society.** Public statements in the name of the Society on social or other public issues will be made only after a vote of the Parish~~, and must include the vote of individuals within the Society for and against~~. This does not limit the right of individuals or groups within the Society to make statements in their own name. **Section 11.6** These~~ by-laws will take effect on December 1, 2016~~	**Section 11.5 Public Statements in the Name of the Society.** Public statements in the name of the Society on social or other public issues will be made only after a vote of the Parish. This does not limit the right of individuals or groups within the Society to make statements in their own name. **Section 11.6 Effective Date** These bylaws are updated and approved as of May 18, 2025.

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