

First Unitarian Society of Newton
Special Meeting
March 17, 2013

Moderator Bill Horne opened the meeting. Rev. Erin Splaine provided the gathering meditation.

Bill then introduced the process of the meeting and introduced Gordon Moriarty, Chair of the Board of Trustees.

Gordon introduced the by-laws amendments as previously circulated to all member households and as posted on the principal outer door of the Society as mandated by the By-Laws.

Gordon stated that there was an issue regarding Section V, Article 1, last sentence, in the proposed amendments regarding the removal of a Trustee.

Gordon explained that in 2008, the Board put together a Governance Committee to look at how FUSN's governance structure was working and not working, and what other governance models might be considered by FUSN as it continues on a path towards growth. The Committee recommended a new model that incorporated an Operations Council into the structure. With modifications, previous Boards adopted a variation on these recommendations. Gordon noted the many hours contributed by the Governance Committee, and the congregation as a whole, in the governance review process.

Gordon moved to accept the amendments suggested by the Board on February. It was seconded by Pamela McA'Nulty.

Susan Bartlett then read a proposed amendment to Art. V, Section 1, last sentence. As previously proposed, this sentence read: "A Trustee may be removed by three-fourths vote of the entire Board of Trustees at a meeting at which not less than three-fourths of the entire Board of Trustees is present if in the opinion of the Board such Trustee is incapacitated or unable to carry out the duties of the office or otherwise for good cause."

As proposed by Susan, Art. V, Section 1, last sentence would read: "A Trustee may be removed by vote of at least five members of the entire Board of Trustees at a meeting at which at least five members of the entire Board of Trustees is present if in the opinion of the Board such Trustee is incapacitated or unable to carry out the duties of the office or otherwise for good cause."

There was no discussion. Bill called for a vote of accepting the amendment by a show of hands. The acceptance was unanimous.

A question was asked as to how comments on the proposed amendments were collected. There were two open meetings and other comments were given by email. The By-laws committee reviewed every suggestion and incorporated the information where and when it was considered material or appropriate. If the Committee disagreed with a proposed amendment, the Committee expressed their views to the commenter.

There being no other comments, the moderator asked for a show of hands for all in favor of the proposed amendments and the motion by passed unanimously.

Bill adjourned the meeting.

Respectfully submitted,

Sheila Ardery
Clerk of the Board of Trustees