June 9, 2016

Dear Board Member:

We will vote on proposed By-Laws changes to change two of the Executive Committee officers from co-chairs to Board Chair and Vice-Chair, and also to create a new position of Immediate Past Chair. We have discussed (but without a written proposal) this issue briefly at each of the two previous Board meetings (November 7, 2015 and February 20, 2016).

Your vote is needed on these proposed changes. Please review the proposed modifications below before our next board meeting, on Saturday, June 18, when we will vote.

Sincerely,
Lavona M. Grow
Board Chair

Proposed Modifications in UUSJ By-Laws

The Board discussed these changes below to the By-Laws in Board meetings on 11/7/15 and 2/20/16. The Executive Committee has prepared the rationale and the current draft incorporates all of the preceding recommendations.

Rationale: Our new focus on advocacy has led to a need for changing our governance structure. Instead of co-chairs, there will be a Board Chair, Vice-Chair, and an Immediate Past Chair. The Board Chair and Vice-Chair have official duties and the Immediate Past Chair would be advisory. Modifications to the By-Laws are to reflect these changes in governance.

Instructions: What is in **[brackets]** is being changed or removed, what is **underlined** is being added.

Section 6.1 – Officers

The Officers of the Organization are the **[Co-Chairs]** **Board Chair, Vice-Chair,** the Treasurer, and the Secretary. All officers must be trustees. All officers shall represent **[the]** UUSJ on appropriate occasions and perform all duties incident to the office and such other duties as may be requested by the Board or the Executive Director from time to time.

Section 6.2 – The **[Co-Chairs]** **Board Chair, Vice-Chair, Immediate Past Chair**

(a) **Board Chair**
The **[Co-Chairs]** **Board Chair** of the Board of Trustees shall preside at all meetings of the Board and serve as **[Co-Chairs]** **Chair** of the Executive Committee. The **[Co-Chairs]** **Board Chair** shall perform all duties incident to such office and all acts for UUSJ not delegated to others. **The Board Chair may delegate certain duties to the Vice-Chair.**

(b) **Vice-Chair**
The Vice-Chair will perform as Chair of Board and the Executive Committee in the absence of the Board Chair. The Vice-Chair is a voting member of the Executive Committee. The Vice-Chair will succeed the Board Chair if for any reason the Board Chair has to resign or is incapacitated.

(c) **Immediate Past Chair**
The Immediate Past Chair is the immediate predecessor of the current Board Chair and serves in an advisory capacity on the Board of Trustees and the Executive Committee. The Immediate Past Chair helps maintain institutional memory.

Section 8.1 – Membership
The voting members of the Executive Committee shall consist of the **[Co-Chairs]** **Board Chair, Vice-Chair,** the Treasurer, the Secretary, and one at-large member, who shall be a trustee. The Executive Director shall be a non-voting member of the Executive Committee. The **[Co-Chairs]** **Board Chair** of the Board of Trustees shall **[be the Co-Chairs]** **Chair** of the Executive Committee. **If the Board Chair is absent at a meeting of the Board or Executive Committee, then the Vice-Chair shall chair the meeting.** No person shall serve more than two (2) consecutive two (2) year terms as a member of the Executive Committee. Periods served on a temporary appointment to the Executive Committee in accordance with Section 8.4 below will be in addition to these elected terms.

Section 8.3 – Meetings
Regular meetings of the Executive Committee shall be held at such times as may be fixed by the committee, and special meetings may be called by the **[Co-Chairs]** **Board Chair** at any time. Meetings may be held telephonically or by other virtual means at the discretion of the **[Co-chairs]** **Board Chair**. When the Executive Committee consists of an even number of persons, the quorum shall be 50 percent plus 1; when odd, the quorum shall be 50 percent rounded up to the next whole person.