

MEMO

To: The LaSalle congregation
From: Amber Johnson (moderator) on behalf of the elder board
Date: May 12, 2017
RE: Proposed revisions to LaSalle bylaws

In the past months, the elder board has reviewed the congregation's bylaws, and has several revisions to propose. These revisions are modest, and are designed to serve two specific purposes: 1) to bring the bylaws into alignment with the long-standing practice of the church; 2) to resolve typos or small oversights created through previous revisions.

Our process in exploring these revisions was first to identify a list of recommendations; then to seek the input of previous moderators, members of P&F, and legal counsel (where noted). A full version of the bylaws with the proposed revisions can be found online. Below we summarize the proposed revisions with rationale.

We will vote to approve the revisions at our June 4 congregational meeting. If you have input regarding the revisions, please submit to Amber Johnson no later than Monday, May 29, via email at aminchicago@yahoo.com.

Recommended Revisions and Rationale (revisions in bold)

Article V, Section A – Annual Meeting:

- Current language: A special meeting of the members shall be held on the first Sunday of December for the purpose of reviewing and adopting the budget ...
- Proposed language: A special meeting of the members shall be held **no later than the second Sunday in February** for the purpose of reviewing and adopting the budget ...

- Rationale: The church has adopted the practice of approving the new year's budget after the completion of end-of-year giving and the related stewardship campaign. This revision brings the bylaws in line with long-standing church practice, and gives some flexibility of date.

Article VI, Section B – Nomination Process for Elder Board and Nominating Committee

- Current language: The Nominating Committee shall prayerfully evaluate the qualifications of each candidate for the positions of Moderator, Assistant Moderator, Clerk, Treasurer, Assistant Treasurer, Elder-at-Large, and member of the Nominating Committee.
- Proposed language: ... and **members** of the Nominating Committee
- Rationale: Adding an "s" to the word members, to indicate Nominating Committee's responsibility to propose members for the following year's Nominating Committee.

Article VI, Section C – Election Process for Choosing Members of the Elder Board

- Current language: At the annual meeting of the members of the Church, after the Clerk has certified that a quorum is present, each Full Member in good standing shall receive an election ballot to be filled in and returned to the Clerk.
- Proposed language: ...an election ballot to be filled in and returned to the Clerk **or shall participate in a verbal vote.**
- Rationale: This revision brings the bylaws in line with long-standing church practice.

Article VIII, Section B, Part 2 – Property & Finance Committee

- Current language: The Property and Finance Committee shall consist of the Moderator and/or Assistant Moderator, the Treasurer and/or Assistant Treasurer, the Senior Pastor and other Board members and/or Church members as may be appointed by the Board.
- Proposed language: ... Board members and/or other **congregants** ...
- Rationale: LaSalle has a long history of deeply committed, long-term congregants who do not wish to become members of the church. This revision allows their participation

on P&F. We consulted a legal advisor on this revision, and received the following assurance:

- “I know of no legal reason why non-director P&F members must be LSC members. Legally, they do not even need to be congregants. They could be an unrelated person, such as an outside CPA or a lawyer or any other person whom the Board thinks would be a good addition to the committee. The statute simply says that the Board may appoint to committees "such other persons as the board designates." Of course, all committee members, including the director members, serve at the pleasure of the full Board and can be replaced by the Board at any time.”

Article IX, Section A – Senior Pastor, Responsibilities and Authority

- Current language: The Senior Pastor will chair or designate the chair of the Program Committee.
- Proposed language: removes sentence
- Rationale: LaSalle has not had this committee for a number of years, and therefore it should be removed as a requirement of the Senior Pastor’s role. This does not prohibit the reinstatement of the committee in the future.

Article X, Section D – Clerk

- Current language: The Clerk shall: (a) be responsible for the keeping of the minutes of the Board and Committee meetings electronically and shall provide copies of the minutes and Board materials to the designated church representative,
- Proposed language: ...keeping of the minutes of the Board and **Congregational** meetings
- Rationale: This revision brings the bylaws into alignment with long-standing practice.

Article X, Section E – Treasurer

- Current language: The Treasurer shall: (a) have **custody** of all monies and securities of the Church; (b) keep regular books of account

- Proposed language: The Treasurer shall: (a) have oversight of all monies and securities of the Church; (b) **ensure there are** regular books of account
- Rationale: This revision brings the bylaws into alignment with long-standing church practice.

Article XI, Section G (Indemnification and Insurance)

- Correction of several references to Article VIII, when Article XI is intended; correction to resolve misuse of the word attainable, when obtainable is intended.