

## Church Council and Moderator

I volunteered to pull together what the bylaws and policy governance say about the Church Council and Moderator position, and also identify some areas of overlap between the Council/Moderator and the Executive Team's responsibilities.

As brief background, this document discusses both the bylaws and the Policy Governance Framework ("PGF," last revised Oct. 28, 2020). The bylaws are, essentially, the laws that govern the church, and they're a result of—and can only be changed by—a Congregational vote. The bylaws are serious business and are a legally binding document. That legal status differs from All Souls' Policy Governance Framework ("PG"), which is only an expression of Board policy and can be changed (or ignored!) by the Board itself.

-Neil

### **Church Council**

Many churches call the Council the "Program Council," which is helpful to keep in mind when looking at what other churches do with this body *See, e.g.* <https://uubelmont.org/about-us/our-governance/program-council/>.

At All Souls, the Church Council is composed of:

- The Moderator, who is the chair
- The chairs of all standing committees
  - Standing committees are permanent committees.
  - They can be either Board committees (e.g., Governance) or implementation committees (e.g., Young Souls, ADORE, Covenant Groups, etc.).
  - Board committees fall under the Board. Implementation committees work collaboratively with the Executive Team.
  - The vast majority of Church committees are implementation committees.
  - The current standing Board committees are: Governance; Personnel; Finance; Right Relations; Ministry; and Beckner (functionally).
- The conveners of all ad hoc committees
  - Unlike standing committees, these are (semi-)temporary in nature.
  - I don't think we often use the word "convener," but this would be the President/Chair/etc. of the committee. For instance, Young Souls elects a President each year.
  - As with standing committees, ad hoc committees can be either Board or implementation committees, and most committees are implementation committees.
  - The current ad hoc Board committees are: the Transformation Team and the Security Policy Committee.
- Leaders of church organizations and activities
  - I don't know what this means.
  - I guess it's a catch-all for other groups that the Moderator would want to include?
- The officers of the church
  - The current officers are: Assistant Secretary; Assistant Treasurer; Membership Secretary; and Moderator.
  - The Secretary and Treasurer are, technically, no longer officers, now that they're members of the Board itself.

- The Assistant Secretary is responsible for taking minutes of meetings of the Church Council and maintaining a membership roster for the Council. Bylaws (Art. VIII, Sec. 2); PGF (Part II, Sec. B).

Bylaws (Art. XI, Sec. 8) and PGF (Part II, Sec. B).

The Church Council has two primary duties:

- Programmatic duties
  - Under the Bylaws (Art. XI, Sec. 8), the Council is supposed to “[s]hare information, coordinate programs . . . and advise the Executive Team and the Board.” Bylaws (Art. XI, Sec. 8).
  - As part of that advisory duty, the Board can “empower[] the Church Council to be a forum” where ongoing complaints and concerns about the church can be “raised and suggestions made for their resolution.” PGF (Part II, Sec. G).
  - Provide input to the Executive Team on their strategic priorities. PGF (Part IV, Sec. B(3), Communication).
- Leadership duties
  - Under the Bylaws (Art. XI, Sec. 8), the Council is also supposed to “broaden lay leadership” and nominate individuals to be on LDNC. The Council also should work with LDNC, the Board, and the Executive Team to “identify leadership gaps and recruit new and emerging leaders.” Bylaws (Art. XIII, Sec. 3(b)).
  - The Council also must nominate individuals to be on the LDNC. Bylaws (Art. XI, Sec. 8).
    - This report should include at least five nominations per year, and the report is due to the Secretary six weeks prior to the Annual Meeting of the church.
    - This report should be sent to the Secretary. Bylaws (Art. VII, Sec. 2); PGF (Part II, Section B).
    - The next Annual Meeting will be on June 6, 2021.

The programmatic duties of the Council have significant overlap with the Executive Team. As noted above, most committees are implementation committees that are supposed to work collaboratively with the Executive Team.

Some governance background—Under our church’s policy governance system, the Executive Team is supposed to work towards our church’s four “Goals.” PGF (Preamble, Sec. D). These Goals were adopted by the Board in order to flesh out the “Vision” described in the Preamble of the PGF. The Vision was voted on and adopted by the Congregation in approximately 2010. The Executive Team pursues those Goals, finding the specific, programmatic ways to do so, and using the church’s implementation committees to do so. The Team also reports to the Board monthly about how they’re using church resources, like committees, to pursue these Goals.

The Executive Team has free rein in their pursuit of church Goals, except that they must comply with sets of policies set by the Board and called “Executive Limitations.” These are near the end of the PGF. These policies are essentially the guardrails on their discretion. The policies are typically phrased in the negative, because the Team has the discretion to choose their own path to fulfill the church’s four Goals, as long as they’re acting within these bounds.

One set of those policies both generally describes the Executive Team’s role with respect to committees, and also sets some limits on the use of committees:

*Treatment of Volunteers*

Much of the substantive work of All Souls is accomplished through Church committees or informal volunteer groups, working in a “shared ministry” and collaborative relationship with Staff. The Executive Team shall not fail to use the Mission and Goals statements developed by the congregation in monitoring and making decisions about committee growth, committee leadership and committee activities. Within this context, the Executive Team is responsible for encouraging and establishing such committees and groups. Acknowledging that the Executive Team has ultimate responsibility for implementing the Church’s policies, including ensuring appropriate coordination with committees, shared ministry must be the All Souls watchword. To this end the Executive Team shall not:

- Fail to ensure that committees and groups have a clear understanding of their roles and responsibilities via Terms of Reference specifying appropriate communications to the congregation.
- Fail to provide access to information necessary for committee/group decisionmaking.
- Fail to respond promptly to their requests for information or financial support.
- Allow committee activities and Staff responsibilities to overlap in ways that are disadvantageous to either.
- Fail to ensure that committees understand the process by which conflicts with the Staff, Executive Team or Board should be addressed.
- Undercut committees or the esteem in which they are held by the congregation.
- Interact with volunteers in ways that disrespect or discourage the work of committees and their opportunities to bond with the Church and with each other.
- Fail to assure that the work done by volunteers is covered by insurance, as necessary and appropriate.

PGF, Part IV, Sec. B(3).

So—while the Council has some responsibility to share information and coordinate programs—the implementation committees are primarily an Executive Team responsibility. It could be that the Executive Team would find ways to use the Council and Moderator to fulfill its responsibilities here.

### **Moderator**

Under the Bylaws (Art. VIII, Sec. 4), the Moderator has two primary duties:

- Chairing the Church Council.
- Presiding at Annual and Special Meetings of the Church, as well as making sure those meetings follow proper procedures. Annual Meetings occur prior to the end of the church’s fiscal year, when the Congregation votes on a budget, Board nominees, etc. Special Meetings can address a variety of topics, and must be called in accordance with requirements in the bylaws.