

Revised Jan. 31, 2017

Proposals on Governance at TJMC
Recommended by the Governance Task Force

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General Context for Proposals. As we have researched governance models and issues, we have repeatedly found one theme coming to the fore. It is the need for a change in Church culture (education about congregant responsibilities, better communication with congregants), so that membership responsibilities are clear to congregants (especially related to volunteering and financial commitment to TJMC). To be successful, any type of governance structure needs an atmosphere where volunteers can be recruited and retained, and there is a clear plan for leadership succession. We believe that, although related to the overall success of any governance structure, volunteer recruitment and retention are not strictly “governance” and cannot be resolved by the Task Force or any form of Governance. This needs to be addressed by the Board in tandem with any changes to the governance model.

Specific Proposals Our vision is that any proposals for changes to governance should focus on “how we want the church to be”, rather than “how the church currently operates”. In our view, proposed changes should make the governance structure more streamlined and responsive. This means moving toward a “leaner” governance structure, which may include less meetings, fewer committees and councils, more short-term task-oriented “teams”, more communication through non-traditional means, and adapting to the ways in which the younger generations accomplish tasks. The following recommendations are aimed at that kind of streamlining approach, where all the governance pieces work together, each supporting the other pieces.

New Board Structure.

Rationale for proposal: Our research confirms that, for a church of our size, smaller Boards are generally recommended, usually in the range of 7 to 9 members, and, at that size, can be more flexible and responsive, as long as members are educated adequately in their responsibilities as Board members.

The proposed Board structure would be comprised of a seven member Board, consisting of President, Vice President, Secretary, Treasurer and three At-Large members, each with a 2 year term. (Two-year terms are recommended, especially for the President, because there is a steep and long learning curve, when stepping into the position.)

The President, Vice President, Secretary and Treasurer would each serve a two year term and each officer would have the option to serve two consecutive two year terms. Each at-large member would be limited to one two year term, but then could serve in a Board officer position. The total number of consecutive years that any board member could serve would be six. After a two year absence any individual could serve again on the board in any capacity.

(These limits are designed to strike a balance between the need to take advantage of expertise, experience, and institutional memory, the need to rotate in new voices and talent, and to avoid volunteer burnout. It is also designed to encourage at large Board members to move into board officer positions.)

In odd-numbered years, the President, Treasurer, and one at-large member would be elected. In even-numbered years, the Vice President, Secretary, and two at large members would be elected.

(Note that the President-Elect position is eliminated, on the theory that this position is not really that helpful in getting up to speed on the presidency. It is highly recommended that the current Board recruit the next President from the Board members serving the second year of their two-year terms to take advantage of experience gained and institutional memory and promote continuity. The Past President position is also eliminated although Past Presidents would be encouraged to join the Nominating Committee. (Flexibility is provided so that a President can opt for a co-Presidency by recruiting an at-Large member for that position.)

As is done at present, Board officers and At Large members would be elected to their positions at the annual congregational meeting. (After considering the possibility of all Board members being elected without portfolios and then appointing its officers among the elected board, we could not envision this system working well at TJMC, where it is often hard to fill all the Board slots.)

The Vice President would serve on the new Policy Review Team (see proposal below).

Note: Since terms are reduced from 3 to 2 years, upfront training of Board becomes even more important.

These changes in Board structure would involve extensive changes in our bylaws and Policy Manual. The bylaw changes would have to be approved by the congregation and the Policy Manual changes would have to be approved by the Board.

Executive Committee

Rationale for proposal: A main purpose of the Executive Committee is to set the agenda for the upcoming Board meeting. That job can be done easily and efficiently via email, without having a meeting, involving all Board officers. A second and equally important purpose of the Committee is to strategize on how to approach issues in Board meetings most effectively. In those cases, it is useful to have all the Board officers in attendance.

Our proposal is to give the Executive Committee optimal flexibility in the way it operates. While the current Board prefers having a regularly scheduled Executive Committee meeting every month two weeks before the Board meeting with all Board officers, future Boards may want to call a meeting of the Executive Committee only as needed for strategy

sessions. Otherwise, the President and Secretary could set the agenda for Board meetings, communicating via email (or with a meeting of just the President and Secretary), with email input from the senior staff, other Board members, and Board-appointed Committees and Task Forces, as needed. The Bylaws wording on the Executive Committee is very general and flexible already; only one change is recommended: to eliminate the requirement for three voting members for a quorum. This change would allow the President and the Secretary to do Executive Committee business without having a third officer participating. These changes in the ByLaws would have to be approved by the Congregation.

Policy Review Team

Rationale for proposal: The current process for coordination and approval of changes to policy or new policy proposals is cumbersome and often takes over a year to complete. Clearly, a streamlined process is needed.

The proposed Policy Review Team (3 members) would take on the responsibility to coordinate changes in the policies of the Church, except for policies related to personnel. (Review of proposals for changes in personnel policies would remain the responsibility of the Personnel Committee and changes would continue to be approved by the Board.)

The Policy Review Team would be composed of the Board Vice President and two other Board appointed voting Members of the congregation (not Board members). The Nominating Committee would be responsible for recruiting them, when requested by the President.

Any church committee or group, board member or staff member could propose new policies or modifications in current policies. Proposals would be submitted in writing to the Board Vice President, with rationale for the change or justification for a new policy. The Vice President would convene a meeting of the Policy Review Team, which would publicize the proposal to staff, councils, committee and group chairs, and invite feedback by a specified date, no longer than 90 days later. The Policy Review Team will also notify the congregation and invite written feedback by the specified date (via website, bulletin board, weekly update, etc.) Two or more congregational conversations, open to anyone who would like to participate, would be scheduled to consider the proposed changes and the comments of all participants in the process would be recorded. Councils would be encouraged (but not required) to discuss the proposal at their regularly meetings or to schedule special meetings to discuss the proposal. The Councils would also be encouraged to vote on whether they are favor or oppose the proposal and provide any comments or suggested revisions to the Vice President.

All discussions, comments, etc. would need to be made within the 90-day period specified by the Policy Review Team. As soon as possible after the 90-day period, the Policy Review Team would make a recommendation on the disposition of the proposal to the Board. If it is determined to be an appropriate agenda item for Board consideration, the Board would discuss and vote on the policy proposal. The Vice President and the DAF will assure that any approved policy changes are incorporated into the Policy Manual.

Council Structure

Rationale for proposal: While two of the original 5 Councils are functioning well, three are no longer operating. Rather than re-institute governance bodies that fell to the wayside, we examined why the three Councils failed and determined that they are no longer needed. In addition, with the new Policy Review Team, there are necessary changes in the responsibilities of the two Councils currently involved in policy-making.

Administrative, Worship, and Lifespan Faith Development Councils: These Councils have not been functioning in recent years, primarily because many of their responsibilities have been subsumed in senior staff roles. For example, coordination of administration falls under the DAF's purview, coordination of worship under the Lead Minister's portfolio and coordination of Lifespan programs under the DFD. Coordination with other relevant persons is typically managed by the senior staff as a matter of course; Councils are not needed to accomplish the tasks involved.

The DAF does have a need to coordinate with a number of volunteers who have knowledge and expertise in administrative areas on a regular basis and possibly short notice. One option would be to institute an "Administrative Response Team" comprised of one or two volunteers from Finance, Buildings & Grounds, Campus Management, etc., that would be ready to meet quickly or otherwise support the DAF with administrative issues, as they arise.

Community Life and Social Justice Councils: Responsibilities would remain the same (focusing on information-sharing and communication), except that these Councils would have no specific responsibilities regarding coordination of policy proposals among committees/groups under their jurisdiction. These two councils will report on their meetings and share their minutes with the Board Vice President. Councils would be encouraged to continue to discuss proposed policies or proposed revisions to policy in their meetings and provide feedback to the Vice President by the specified deadline for comments. Responsibilities for coordination of policy proposals would rest with the Policy Review Team, as well as for making recommendations to the Board on whether to approve proposed policies.

Note: New job descriptions would be needed to reflect this change.

Committee Structure A review of the job descriptions for committees reveals that many of the responsibilities of committee chairs are related to coordination of activities (Greeters, Snack Servers, Grounds Committee, etc.) Where this is the case, much of the committee work could be done well without having as many meetings as are currently held – by using email, phone calls, social media, etc. to coordinate "teams" of volunteers. This is not to say that some committee meetings are not important and necessary, but merely that in our fast-paced lives, reducing the number of meetings does not have to have a negative impact on the business of the church. We urge TJMC's committees and groups to assess whether at least some of their responsibilities can be accomplished well without so many meetings. We also recommend a review of all committees and groups to see if some are no longer meeting, consist of less than

three members, are no longer needed, duties could be combined with other related committee or group functions, or could be managed more efficiently by one or two “coordinators”. These could be other ways to streamline our operations and free up volunteers to fill critical volunteer shortages in other areas.

Roles of Committees Directly Reporting to the Board: Under Review

At present Finance, Personnel, Leadership Development, Committee on Ministry, Endowment and Stewardship report directly to the Board.

One thing is clear: Given the difficulty in recruiting for these committees and the need for specific skill sets/expertise, these committees should be smaller and with an odd number of members. We propose five members for Finance, Personnel and Endowment and seven for Leadership Development (to be renamed Nominating Committee; see below). The Bylaws specify “at least three members” for the Committee on Ministry; three seems the right number for that committee. Clarification on the status of the Stewardship Committee is needed. If it reports directly to the Board, it also should have seven members.

Name Change and Change in Responsibilities for Leadership Development While Leadership Development has had both nominating and leadership development functions over the years, it seems to be moving away from leadership development and focusing more on the nominating functions. We support that focus, but would recommend that it expand to take on the responsibility for recruitment of members of all for the committees that report to the Board, when requested by the President (i.e., when the Board has not been able to recruit for these positions), since the positions require specific skill sets and substantial commitment of time and energy. In the spring the Nominating Committee would recruit for Board positions and in the fall it would recruit for the Board appointed committees. We recommend that the name of the committee reflect that focus and be changed back to Nominating Committee.

The Bylaws have also deleted the requirement for the immediate Past President to serve on the Nominating Committee, to allow flexibility for Past Presidents to serve or not, at their discretion. We continue to believe that it is highly beneficial for the immediate Past President to serve in this capacity and propose that a statement be included in the TJMC Policy manual encouraging the immediate past Presidents to do so.

In addition, the leadership development function should be taken up by some group in TJMC – either moved to the Committee on Ministry, the Stewardship Committee, or another group. It is too important a function to be given short or no shrift – TJMC needs to focus more, not less on leadership development, if we are to recruit and retain lay leaders successfully. As the Staffing Task Force recommended a few years ago, TJMC could use a paid volunteer coordinator – someone to both recruit, support and help train volunteers for the work of the church. While that suggestion is unrealistic given budget issues, TJMC needs to focus on ways to address leadership development and succession planning.

Addendum: What has the Governance Task Force Done To Date?

- Conducted survey of congregational leaders re their views on governance at TJMC;
- Researched governance models of UU churches recommended by Ken Hurto
- Held discussions with Ken Hurto, UUA consultant
- Surveyed Board members on their views on specific governance issues
- Met with TJMC staff to discuss their perspectives on governance
- Reviewed governance literature
- Monthly Task Force meetings since Sept. 2015
- Meetings with Board to explain Task Force proposal
- Scheduled congregational conversations and meetings with stakeholders

Summary of Proposed Changes in the Governance System (January, 2017)

Present Governance System	Proposed Governance System
Board of twelve members + 3 Staff members	Board of seven members + 3 Staff members, more nimble board, increased responsibilities for board members, faster decision making
President-3 year term serving as Pres. Elect, Pres, & Past Pres. In sequence	President- 2 year term, renewable once
Executive: Pres. Elect, President, Past Pres., Vice President, Secretary, Treasurer, Minister	Executive: President, Vice President, Secretary, Treasurer, Minister
6 At Large Board members, 3 year terms, nonrenewable	3 At Large Board members, 2 year terms, nonrenewable, eligible for other board positions
Vice President in charge of council system	Vice President in charge of council system and chair of the Policy Review Team
No limit to consecutive board service	Maximum 6 years consecutive board service
Executive Committee meets once a month	Executive Committee not required to meet but responsible for agenda for Board meeting, meets as the discretion of the President and Secretary
Executive Committee needs a quorum of 3 to conduct business	No quorum required for Executive Committee to conduct business
Policy change procedures lengthy and unclear.	Policy review team arranges feedback on proposed policies and policy changes within 90 day period. Clear responsibility for process.
Policy proposed through councils.	Policy proposed by committees, councils or anyone in the congregation to VP.
VP responsible for guiding policy changes	Policy Review Team-VP + 2 board appointed non-board Members responsible for guiding policy changes
5 Councils: Community Life, Social Justice, Administrative, Worship, Religious Education, last three no longer function	2 Councils: Community Life, Social Justice. Other councils could be established by the Board if desired. Staff members assume responsibility for coordinating groups/committees in their areas of responsibility
Leadership Development Committee is responsible for recruiting congregation-elected positions	Nominating Committee (name changed from Leadership Development to reflect its duties) responsible for recruiting congregation-elected positions and, if asked by the President, for recruiting board-appointed committees and positions, including council

	chairs
Leadership Development is also responsible for leadership development including identifying and training of volunteers	Nominating Committee will not be responsible for leadership development. The committee name is changed to Nominating Committee. It is recommended that another committee take responsibility for Leadership development and support (COM? Stewardship? A new committee?)
Lots of Committees and Groups	More reliance on Coordinators of activities rather than committees and groups.
Lots of face to face meetings	Reduced number of meetings, more reliance on alternative methods of decision making and information sharing