



## Unitarian Universalists of Transylvania County Organizational Structure 2023 Edition

### OVERVIEW

Ultimate authority for the Unitarian Universalists of Transylvania County (UUTC) resides with the Congregation. Operating under its Bylaws, the Congregation delegates responsibility for its structural organization to the Board of Trustees.

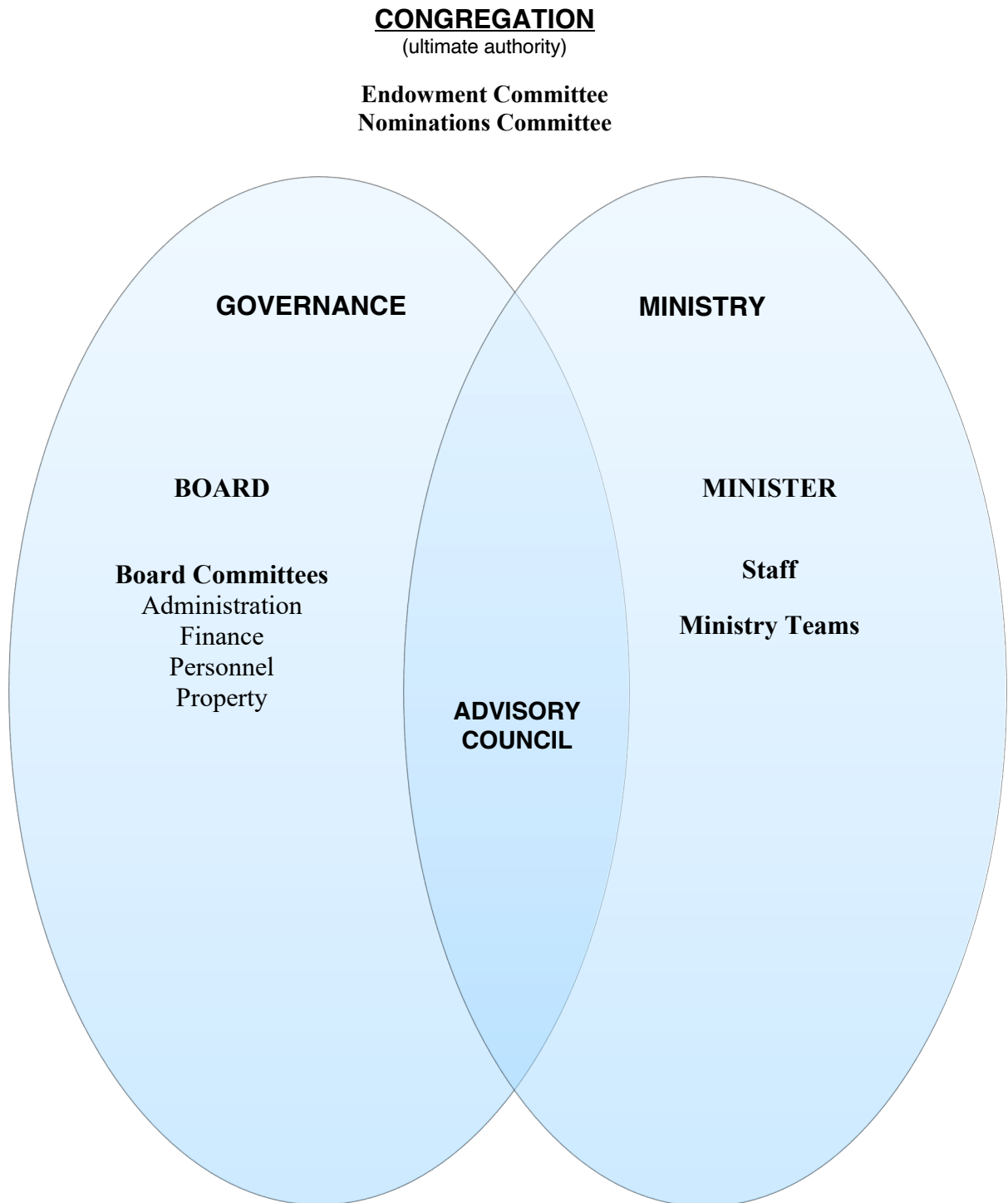
Governance and Ministry are two distinct but overlapping spheres of congregational organization and action of UUTC.

**Governance:** As directed by the Bylaws, the Board assumes the usual and customary responsibilities for managing the business affairs of the Congregation and for providing oversight of its programs. Governance is the principal function of the Board of Trustees (Board). Within this sphere, the Board and the Committees of the Board (Committees) set or recommend policy, respectively. In addition to setting policy, the Board will support the Committees and the Ministry, and thus the Teams and Task Forces, in accomplishing their goals.

**Ministry:** Ministry refers to the implementation of policy and includes the total programming of the church. The Minister is responsible for this implementation.

**Governance/Ministry Advisory Council (Council):** The Council is the bridging advisory group between Governance (Board) and Ministry (Minister) functions of UUTC.

## UUTC ORGANIZATIONAL DIAGRAM



## **CONGREGATION AND CONGREGATIONAL COMMITTEES**

Final authority for all decisions and actions related to UUTC lies with the Congregation; however, the Congregation delegates authority to both the Board of Trustees and the Ministry to share responsibility for the structural organization and adherence to the Bylaws of UUTC.

### **Congregational Committees**

Two committees fall directly under the leadership of the Congregation rather than that of Governance or Ministry. The composition and leadership of these Committees are outlined in the UUTC Bylaws.

- **Nominations**. The role of the Nominations Committee is to recruit and nominate qualified candidates for open elected positions within the UUTC structure. It actively encourages the congregation to suggest to it the names of qualified candidates and then provides its slate of nominees to the Board for election by the Congregation at the Annual Congregational Meeting.
- **Endowment**. The Endowment Committee is responsible for the management of the Community Outreach Endowment Fund as described in the UUTC Bylaws. Members of the Nominations Committee recruit and nominate potential members for the Endowment Committee and present their slate of candidates to the Board for election by the Congregation at the Annual Congregational Meeting.

### **GOVERNANCE: Board of Trustees (Board)**

Governance is the principal function of the Board of Trustees. The Board consists of:

- President (1 year term; 1 term maximum; President-Elect from prior year)
- President-Elect (1 year term; 1 term maximum; to become nominee for President position next term)
- Secretary (1-year term; up to 3 consecutive terms)
- Treasurer (1-year term; 1 term maximum; Treasurer-Elect from prior year)
- Treasurer-Elect (1 year term; 1 term maximum; to become nominee for Treasurer position next term)
- At-Large-Members (three), serving 3-year, staggered terms (maximum of 1 term of 3 years, unless initial appointment is to fill unexpired term).

See Bylaws for responsibilities of Officers and Board Members.

After term limits, a 2-year period must elapse before an individual may serve in the same position.

The officers of the Board consist of the President, President-Elect, Secretary, Treasurer, and Treasurer-Elect.

The Board meets monthly and as needed, with dates and times of its meetings publicized to the Congregation.

### **Responsibilities of the Board:**

1. **Policy development:** Within the sphere of Governance, the Board sets policy and, as directed by the Bylaws, maintains and annually updates the Policy Manual.
2. **Oversight:** As directed by the Bylaws, the Board assumes the usual and customary responsibilities for managing the business affairs of the Congregation and for providing oversight of its programs. This includes, but is not limited to, maintaining an appropriate organizational structure and setting organizational policy. The creation, purpose, structure and composition of all Committees (except the Nominations Committee and the Endowment Committee, which are Committees of the Congregation) are at the discretion, and under the management, of the Board. With recommendations from Council, members of the Right Relations Task Force are approved by the Board and called into action as the need arises. Accordingly, the Board holds the Committees, the Council and the Ministry, and thus the Teams and Task Forces, accountable for their charges.
3. **Planning:** The Board collaborates with the Council and the Minister in planning for and utilizing an annual Governance/Ministry Planning Retreat to develop goals for the coming year and plans for their implementation. For any of these activities, the Board may draw upon the advice of the Council, especially as the Council exercises its charge for strategic planning, and the Board may appoint Task Forces outside its membership to engage in given tasks to fulfill these responsibilities.
4. **Budget:** Once received from the Finance Committee, the Board reviews, approves, and recommends the annual budget to the UUTC Congregation for consideration and vote at its annual Congregational Meeting.
5. **Selecting, hiring, and discharging a Minister:** The Board determines any changes to the Role, Job Description and/or Compensation Agreements with the Minister. For the latter, the Board relies on information from the Finance Committee.

The Board develops essential information and processes for selecting and calling an Interim or Transitional Minister and/or a Settled Minister or for terminating the UUTC relationship with a Settled Minister or Interim/Transitional Minister. It may appoint Task Forces to develop

recommendations for and carry out some or all of these tasks on its behalf. Board decisions to call or dismiss a Minister are made in closed session. Any Task Force created by the Board to assist in this process may meet in closed session, at the discretion of the Chair of the Task Force.

When an Interim, a Transitional, or a Settled Minister candidate is chosen, the Board Negotiating Team is activated to work with the candidate on contract terms. Members of the Board Negotiating Team are: President, President-Elect, and Treasurer.

6. **Evaluating the Congregation's Ministry and Minister:** The Board shall appoint a Review Task Force as per the Board Operating Guidelines to meet in closed session with the Minister annually to review the effectiveness of the Congregation's Ministry and the Minister. The Review Task Force will provide a written report of this review to the Minister and to the Board and place a copy in the Minister's personnel file. Financial compensation is not a part of this review.
7. **Staff:** With the Minister, the Board relies on the Personnel Committee for establishing the appropriate processes to employ, evaluate and discharge staff. The Board, through its Finance Committee, considers recommendations from the Minister for employee salaries and/or independent contractor fees and determines those in its annual budget review (or, on an as-needed basis). The Board relies on the Administration Committee and the Personnel Committee for recommendations concerning personnel policy and changes in staff job descriptions and lines of authority.
8. **Determine affiliation status:** As directed in the Bylaws, the Board shall ensure an annual review of the membership rolls to determine membership status and to remove Members and Friends from affiliated status, when appropriate.
9. **Public representation:** The Board represents UUTC in the broader community and authorizes any formal public statement in the name of the Congregation.
10. **Additional responsibilities:** According to the Bylaws, the Board may be assigned special powers through an Enabling Resolution (ER).

### **Board Committees**

The following are the standing Committees reporting directly to the Board of Trustees:

- **Administration.** As directed by the Board, it makes policy and organizational structure recommendations for UUTC, monitors policy implementation, and serves as the custodian for the UUTC Policy Manual.

- **Finance.** It makes policy recommendations for the purpose of managing UUTC funds in keeping with Congregational objectives and Board directives.
- **Personnel.** It makes recommendations concerning personnel policy and procedures and maintains the Personnel Manual for UUTC.
- **Property.** It makes policy recommendations for all UUTC buildings and grounds and their use.

#### **Committee Membership:**

Ideally, Board Committees will be comprised of five (5) members, chosen from among UUTC Members and Friends and serving staggered terms. However, Committees may function with fewer or more than five members. Committee members shall be approved by the Board.

#### **Committee Chairs:**

Each Committee shall select a committee member to serve as Chair. Committee Chairs must be Members of the Congregation and shall be approved by the Board. Board Committee Chairs will not be members of the Board but will have ex-officio status and attend Board meetings as necessary and/or as they desire.

#### **Terms of Committee Service:**

A Committee Chair shall serve from one to three years in that position.

The goal of a committee is to have some members with tenure of three years or less. The Board has ultimate discretion over the tenure of committee members.

The Committee Chair will work with Committee members (utilizing counsel of the Minister, the Council and the Nominations Committee as resources) to identify and recruit for vacancies as they occur.

#### **Task Forces:**

To extend their capacity, Committees may appoint Task Forces from among Members and Friends outside the Committee for short-term projects.

#### **Dual Membership:**

Generally, Committee members may simultaneously serve as members of other Committees, members of Ministry Teams, members of the Council, members or officers of the Board, members of the Endowment Committee and/or members of the Nominations Committee. However, Committee Chairs may not serve concurrently as Chair of another Committee, Leader of a Team, as a Council member, or as a Board member.

**Operating Guidelines:**

Each Board Committee shall establish Operating Guidelines that describe its functions, responsibilities and procedures necessary to carry out its mission, in keeping with Board directives. See Appendix A for the Operating Guidelines Template.

**MINISTRY: Role of the Minister as the Executive of Ministry**

**Leadership:**

The Minister and the Congregation share responsibility for the leadership and ministry of the Congregation. The UUTC Congregation looks to its Minister for spiritual leadership and initiative and for assistance in articulating its vision. In collaboration with the Board and the Congregation, the Minister is responsible for professional performance and oversight of the Congregation's Ministry.

**Services to the Board, the Council, Committees and Teams:**

The Minister is an ex officio member of the Board and will provide a written report to the Board at its regular meetings.

The Minister is responsible and accountable to the Board for the total Ministry of UUTC and the effective functioning of all Ministry Teams.

The Minister is an ex officio member of the Council, all Board Committees and Ministry Teams.

**Relationship to Church Staff:**

The Minister is administratively responsible, either directly or indirectly, for the day-to-day supervision of staff members and for their annual performance reviews. The Minister is the Team Leader for the Staff/Lay Team.

**Ministry Teams**

Ministry Teams operate at the discretion of the Minister. The Minister may determine that new Teams are needed and/or that current Teams are not needed to effectively carry out the Ministry of UUTC. In that event, the Minister will inform the Board of plans for changes in the Ministry Teams and be accountable to the Board for the results.

A list of current Teams can be found on the website at [uutc.org](http://uutc.org).

**Team Leaders:**

The Minister will either appoint Team Leaders or direct Teams to choose their own Leaders. Team Leaders must be Members or Friends of the Congregation. Team Leaders (or a representative) may participate on a regular or as-needed basis (frequency and

need to be determined by the Team Leader and Minister) in the Staff/Lay Team meeting.

**Team Members:**

The Team Leader and the Minister will work together (utilizing the counsel of the Council and the Nominations Committee's resources) to recruit Team members. Team members who are not Leaders do not require formal affiliation with UUTC.

**Terms of Team Service:**

Team Leaders may serve in that role no longer than 3 years without a break in leadership service of at least 2 years.

Non-leader team members may serve unlimited terms because of their special interests and/or expertise.

**Dual Membership:**

Generally, Team members may simultaneously serve as members of other Teams, members of Board Committees, members of the Council, members or officers of the Board, members of the Endowment Committee and/or as members of the Nominations Committee. However, Team Leaders may not serve concurrently as Leader of another Team, Chair of a Committee, as a Council member, or as Board President.

**Operating Guidelines:**

Each Ministry Team shall establish its own Operating Guidelines that clearly describe its functions, responsibilities, and the procedures it follows to carry out its mission. See Appendix A for the Operating Guidelines Template.

## **GOVERNANCE/MINISTRY ADVISORY COUNCIL**

**Governance/Ministry Advisory Council (Council):** The Council is a bridging advisory group between the Governance (Board) and Ministry (Minister) functions of UUTC.

**Council Membership:**

Membership on the Council is determined by the Board President and the Minister, collaboratively, with the following 5 individuals:

1. One individual, preferably a past President of the UUTC Board, jointly chosen by the Board President and the Minister.
2. Two individuals recommended by the current Board President.
3. Two individuals recommended by the Minister.

The Board President and the Minister are Ex-Officio members of the Council.

Terms are for 1 year, with a maximum of 3 continuous terms served. Terms of service should be staggered to ensure continuity. An individual may serve again after a two-year absence from the Council.

#### **Council Leadership:**

The Council will select a Chair from its members each year; the Chair must be a Member of the Congregation.

#### **Dual Membership:**

No Council member may serve concurrently as a Team Leader, a Committee Chair, or as a Board member.

#### **Responsibilities of the Council:**

1. **Provide a “listening ear” to the Congregation and for communication of information for both the Board and Minister** - In addition to the more informal “listening” that is a charge to members of the Council, the Council will develop processes for on-going and regular ways of soliciting feedback and ideas from the Congregation—and the various groups operating within the spheres of Governance and Ministry—that can improve the ability of UUTC to more effectively achieve its mission. As needed, the salient representatives of Governance and Ministry will be invited to attend Council meetings to receive information gathered by the Council and the Council will provide pertinent information to the Board President and the Minister.
2. **Strategic Planning** - The Council is ideally situated in the organizational structure of UUTC to carry out an on-going strategic planning process for UUTC. In exercising this responsibility, the Council will design and facilitate appropriate processes for developing a UUTC strategic plan for its future that encompasses review and updates to the UUTC mission and vision and strategic objectives for a three to five-year horizon. The Council will work closely with the Board and the Minister to determine timing for up-dating of the strategic plan, advising both Governance and Ministry about milestones, timeline, and issues to be addressed.
3. **Annual Governance/Ministry Planning Retreat** - The Council, as the bridging group between Governance and Ministry, and with the charge to be the formal “listening ear” to the Congregation, is also ideally situated to conduct the annual Governance/Ministry Planning Retreat. The purpose of the Planning Retreat is to take stock of the needs and “health” of UUTC, identify goals for the coming year and specify the responsibilities of the Board and Minister in their implementation. The Council will consult with the Board and Minister in setting the Retreat date, place, and agenda. It may appoint a Task Force(s) to include others who are not Council members to assist with this task.

4. **Identification of potential future leadership (working throughout the year in collaboration with the Nominations Committee)** - As the recipient of information from a wide variety of sources within UUTC, the Council is well positioned in the organization's structure to identify potential leaders. It will develop an on-going process for regular dialogue with the Nominations Committee of the Congregation and the Minister so that leadership for positions can be identified and selected well in advance of annual elections.
5. **Leadership development to carry out both the Governance and Ministry of UUTC** - The Council identifies the training needs of current and future UUTC leaders and facilitates access to the appropriate training resources, such as on-site-training, workshops, and conferences. For consideration in the Board's budget planning, the Council makes recommendations to the Board Finance Committee annually concerning financial support needed for leadership development.
6. **Response to and resolution of disruptive behavior situations as described in the Policy Manual** - The Council is responsible for oversight of the Right Relations Task Force, a standing group whose role is to respond to and resolve disruptive behavior situations and other conflicts as requested by the Board. Council oversight of the Right Relations Task Force encompasses making recommendations of individuals to serve on the task force for Board approval, collaborating with the task force on administering its responsibilities, and requesting additional activities of the task force related to its purpose.

**Operating Guidelines:**

The Council shall establish Operating Guidelines that describe its functions, responsibilities, and the procedures necessary to carry out its mission. See Appendix A for the Operating Guidelines Template.

**ATTACHMENTS: APPENDIX**

## APPENDIX A

### Operating Guidelines Template

Each UUTC Governance Committee, Ministry Team, and the Governance/Ministry Advisory Council shall establish its own Operating Guidelines to define its function and clearly delineate how it carries out this function. Operating Guidelines will enable current and incoming leaders and members of Committees, Teams, and the Council to clearly understand their purpose, their responsibilities, and the tasks that are required of the group.

In order to maintain some consistency throughout the UUTC organization, the Operating Guidelines shall include, at a minimum, the following:

<i>Organizational Group:</i>	<i>Committee/Team/Council Name</i>
<i>Function:</i>	<i>statement of purpose (purpose should be mission driven)</i>
<i>Responsibilities:</i>	<i>list of the responsibilities</i>
<i>Membership:</i>	<i>description of the make-up of the membership, including leadership roles and the established rotation schedule (must adhere to current UUTC Organizational Structure)</i>
<i>Operating Procedures:</i>	<i>list of the procedures and tasks that the group follows to carry out its responsibilities</i>

The function, responsibilities and procedures of each group may be modified as needed over time.

All initial Operating Guidelines developed by Committees, Teams, and the Council shall be submitted to the Board for review and approval. Once established, each group shall review its Operating Guidelines annually. Revisions to Committee and Council Operating Guidelines must be approved by the Board of Trustees. Revisions to Team Operating Guidelines must be approved by the Minister.