

**Recommended Change to By-laws of Unity Church Unitarian**  
**Resulting from a Board Study of Executive Team Composition**  
**November 2013**

In early 2013 the Board of Trustees formed a sub-team of its members to investigate the structure, composition, and functioning of the ET. The impetus for doing so was the recognition that changes are likely to occur in senior ministerial and executive staff within the next several years. The sub-team's charge was to determine whether existing policies and limitations regarding the ET are sufficient, and if not, to recommend to the full board changes that would support the ET's effectiveness and accountability.

The report from the sub-team outlined the rationale for and responsibilities of the ET, strengths and weaknesses of the ET model, and processes in place for the evaluation of its performance in operationalizing board policies and achieving the stated Ends. The board formally approved the sub-team's report in September 2013. (To read the full report, visit Unity's website, or contact the church for a copy.)

### **Results**

As a result of this study, the board has concluded that ***no changes in board policies are needed***. Current policies are sufficient in spelling out limitations, governance process and the relationship between the ET and the board. However, the study identified three ways to strengthen how the board operates, within existing policies and by-laws, to determine ET composition in the future, to support transitions in its membership, and to evaluate its members individually.

The study also resulted in ***two recommended changes to Unity's by-laws***. Article VII of the by-laws specifies that by-laws may be amended at the annual meeting of the corporation by a vote of three-fourths of the voting members present at the meeting. The board recommends:

- One addition to Article V of the by-laws, to more clearly state what the board's involvement should be in hiring ET members who are not called ministers. Article V currently specifies how ministers are to be called and dismissed, but provides almost no direction on how other executives are to be hired and dismissed.
- Changes in the wording of Article V of the by-laws to more accurately describe the circumstance of having hired, rather than called, ministers as members of the ET. This is our current situation, since Rev. Lisa Friedman was hired by the board, rather than called by the Congregation.
- No other changes to existing by-laws. They delineate parameters related to ET composition, employment agreements, and lines of reporting, while allowing flexibility that is essential to respond to changing circumstances.

The following page contains Article V in its entirety, with recommended additions and changes highlighted in yellow.

## Article V

### Executive Team

#### 1. Selection or Removal of the called Minister(s)

The Board of Trustees shall appoint a Search Committee, from among the voting members of the corporation, when the position(s) of the **called** Minister(s) is vacant. Such committee shall recommend its candidate(s) to the Board of Trustees and upon approval by the Board, to the voting members.

The selection or removal of the called Minister(s) shall require voting consent of three-fourths (3/4ths) of the voting members in attendance at a meeting of the corporation called for that purpose.

*Revised 11/21/09*

#### **2. Selection or Removal of ET members other than called Minister(s)**

**The Board of Trustees shall appoint a search committee from among staff, trustees, and voting members of the Corporation, when an Executive Team member who is not a called Minister vacates his/her position and that position is to continue on the Executive Team. Such committee shall recommend its candidate to the Board of Trustees for approval and hiring.**

**Removal of ET members other than called Minister(s) is the responsibility of the Board.**

#### 3. Employment Agreement of the **called** Minister(s)

The Board of Trustees shall establish the employment agreement(s) with the **called** Minister(s), including annual salary, benefits, and housing allowance. Said agreement(s) shall be reviewed annually.

*Revised 11/21/09*

#### 4. Employment Agreement of the **non-ministerial Executive Team members other than called Minister(s)**

The Board of Trustees shall establish the employment agreement with the **non-ministerial ET members other than called Minister(s)**, including annual salary and benefits. Said agreement(s) shall be reviewed annually.

*Revised 11/21/09*

#### 5. Responsibilities of the Executive Team

The Executive Team shall be comprised of at least one **called** Minister and other key positions as determined by the Board of Trustees. Executive Team members shall report to the Board of Trustees individually concerning their areas of responsibility and as a team for collaboration toward overall achievement of Unity's mission, ends, values and vision.

The Board of Trustees has responsibility for ensuring that Executive Team positions are filled in a timely manner.

*Revised 11/21/09*

#### 6. Other Professional and Support Staff

All other staff shall be responsible to the Executive Team, which shall determine direct lines of reporting as appropriate to a staff member's job duties and an Executive Team member's responsibilities.

*Revised 5/22/02*

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### **RESOLUTION**

**Resolved, that the above changes to Article V of the by-laws be approved.**