

# FREQUENTLY ASKED QUESTIONS

## OVERVIEW

A series of changes, or amendments, to the UCC's Constitution and Bylaws are being proposed by the United Church of Christ Board of Directors (UCCB). Most of the changes fall into these three categories:

- The **leadership structure** of the UCC's national setting
- The organization of the **United Church of Christ Board of Directors**
- The UCC's **process of ordaining and recognizing ministers**

There are several **additional changes** outside of these categories which are also addressed in these FAQ's.

## QUESTIONS ABOUT LEADERSHIP STRUCTURE

### 1) Why is a change in the leadership structure of the national church being proposed?

The intent of the proposed changes in the leadership structure are:

- to strengthen the position of the General Minister and President and the national setting of the church to effectively respond to our mission;
- to create a more nimble system for management and decision-making to accomplish our mutual goals;
- to allow for the flexibility of a reduced leadership staff without eliminating or compromising the importance of all of the Covenanted Ministries.

These proposed changes came following consideration of several factors by the United Church of Christ Board:

- **Financial Accountability:** Since General Synod 2013, the UCC Board and the Collegium of Officers (national officers) has faced the need to make significant cuts in the budget and expense of the National Setting caused by the trend of declining Our Church's Wider Mission support and a significant decrease in the amount of endowment funds available. The elimination of one of the four Officers of the UCC emerged as one of the most viable means, after cost savings through efficiencies and staff size reduction through attrition, of lowering the expenses of the national setting.
- **Size of national setting:** In 2001, there were 254 persons on the national staff of the UCC. As of June 2016, there are 108--approximately 42% of the staff size 16 years ago.
- **Leadership Model:** With a smaller staff, the model of a Collegium of Officers is not the most effective leadership model for the nimble and multitasking national staff we now have. We are a smaller denomination than when the Collegium structure was designed in the year 2000, and our national staff size is smaller as well. As a ratio, there is a need to reduce the number of leaders in relation to staff.

The recommendation of the Board is that our National Setting will be stronger and more effective in the future under the leadership of a General Minister and President who is called to lead in the National Setting with regard to the whole church, including the work of the Covenanted Ministries.

## **2) How will the amendments change the leadership structure?**

The current structure is that the leadership in the National Setting of the UCC consists of a Collegium of Officers: The General Minister and President, the Executive Minister of Local Church Ministries, the Executive Minister of Justice and Witness Ministries, and the Executive Minister of Wider Church Ministries. These Officers have equal authority as to decisions made relating to the church as a whole, though the Executive Ministers have, historically, had autonomy over their respective Covenanted Ministries.

In the current structure, the General Minister and President is the Chief Executive Officer of all the Covenanted Ministries. However, the proposed structure places decision-making authority with the General Minister and President in conjunction with the United Church of Christ Board when acting as General Synod *ad interim* (between meetings).

In the proposed structure, the General Minister and President will be responsible for each of the Covenanted Ministries. Executive Ministers will not be called for a specifically designated Covenanted Ministry. Executive Ministers, called to serve the national church will be assigned areas of responsibility by the General Minister and President, with consideration for his or her skills, gifts, and sense of call.

The General Minister and President will have the authority to end the call to ministry of an Executive Minister, in consultation with that Executive Minister and the United Church of Christ Board, acting as General Synod. These changes are essential for accountability to the General Minister and President who is accountable to the General Synod and the whole church.

## **3) Will these changes impact General Synod?**

There is no anticipated change in General Synod, except:

- Election of the General Minister and President is restricted to an Ordained Minister called to the position as described in the Bylaws.
- Election of Executive Ministers will be for work in the national setting without, necessarily, specific designation to the area's work that the Executive Minister will be asked to serve.

## **4) Will these changes impact the Local Church?**

There is no change to the structure, organization or authority of the Local Church as set forth in **Article V of the Constitution**.

## **5) Will these changes impact the Conferences?**

There is no change to the structure, organization or authority of the Conferences as set forth in

## Article VIII of the Constitution.

### 6) Will these changes impact the staff in the national offices?

There have already been many changes to the staff in the national offices, mostly through reorganizing teams for optimal efficiency and effectiveness. Based on the assessment by leadership, the structural changes could result in the potential elimination of an executive minister position and redistribution of other staff positions.

The purpose of the change in leadership structure is to help the national setting to be more effective in its roles and responsibilities in relationship to its covenantal partners and the world. In light of the purpose, there will likely be other changes in the form of clarification of priorities and accountabilities.

### 7) Will these changes impact the work of the Covenanted Ministries?

There is expected to be a continuation of changes that have already started in the work of the Covenanted Ministries staff in program overlapping the covenanted ministry areas. Future changes will be led by the General Minister and President with Executive Ministers, guided by the prioritization of the work being done in each of the Covenanted Ministries. None of the Covenanted Ministries will be eliminated as they are each specifically identified as a part of the Organizational Structure of the UCC in **Article XI of the UCC Constitution** and in **Article IV of the UCC Bylaws**.

### 8) Why do the proposed amendments include changing from a Collegium of leadership accountable for the work in the National Setting to one of a General Minister and President accountable?

This proposed change is based on a need to provide ongoing leadership for each of the Covenanted Ministries while at the same time allowing there to be a reduction in the number of Executive Ministers in our leadership. Under the proposed model, the General Minister and President will be responsible for making certain that leadership in all the Covenanted Ministries continues without interruption.

### 9) Under the proposed changes, who will be responsible for the work of Local Church Ministries (LCM), Wider Church Ministries (WCM) and Justice and Witness Ministries (JWM)?

The General Minister and President will be accountable to the United Church of Christ Board for the work of these Covenanted Ministries along with the Executive Ministers who are called to the work. It is anticipated that if the proposed amendments to the Constitution and Bylaws are approved by General Synod 2017, a transition plan will be presented to the Board and, with its approval, implemented by the General Minister and President.

### 10) What about our goal of modeling collaborative leadership?

The value of collaborative leadership remains with the proposed model. The collaboration will be between the General Minister and President, the Executive Ministers and the Board of Directors. This allows for a frank discussion about reconciling challenges in the best utilization of available

resources in an open discussion that considers the interests of the whole church.

Under this model, prioritization for the good of the church and the hard decisions necessary would fall to the General Minister and President rather than a group of persons, in order to streamline decision-making, ensure accountability and increase nimbleness and effectiveness.

**11) How would the Board hold the General Minister and President accountable?**

The Board will develop processes for establishing goals for the General Minister and President. The processes will include methods and measures for evaluating the accomplishments and effectiveness of the goals, carried out by Executive Ministers and other designated senior staff persons, who are accountable to the General Minister and President.

**12) Why are the descriptions of the Chief Administrative Officer, the Chief Financial Officer , the Director of Human Resources, and the Office of General Counsel included in the proposed changes to the Bylaws?**

As there has been much consolidation of staff positions over the past six years, it is recommended that the administrative structure which serves all of the covenanted ministries and the office of the General Minister and President be clearly defined so that there would be no confusion about the administration of the national setting offices serving the whole national setting and clarity around lines of accountability for those positions.

**13) Why is the Office of General Counsel not accountable to the General Minister and President?**

The proposed structure provides that the General Minister and President is responsible, along with the Board and the Council of Conference Ministers, for the selection of a General Counsel. Ohio Rule of Professional Conduct for Attorneys, Rule 1.13, makes it plain that lawyers have the duty to safeguard the best interests of the organization, and that requires reporting wrongdoing by executives to the highest authority, which is the Board.

In the proposed structure, the Office of General Counsel (as with the Nationwide Special Counsel for years before that) works independently. The proposed structure requires that the Office of General Counsel be provided with policy direction by the General Counsel Oversight Committee. It is believed that this is the best way of ensuring that the lawyers adhere to their ethical obligations to safeguard the best interests of the organization.

**14) Was the Collegium of Officers involved in the restructuring plan? What role did they play?**

The recommendation to change from the Collegium of Officers model came from members of the Collegium. Two members of the Collegium of Officers participated in the Governance Committee meeting in which the proposed amendments were reviewed before presentation to the Board. The Collegium of Officers participated in the Board's consideration of the proposed amendments and voted in favor of presenting these proposed amendments to General Synod.

# QUESTIONS ABOUT THE ORGANIZATION OF THE UNITED CHURCH OF CHRIST BOARD OF DIRECTORS

## 1) Why do we need to change the organization of the United Church of Christ Board?

These changes are recommended following the Board's discernment of ways that the original structure both aided and inhibited its ability to serve as the General Synod *ad interim* (between Synods), where the whole board serves as the Board of Directors for each of the covenanted ministries.

## 2) Why are we eliminating the Covenanted Ministry-based Ministry Committees?

The whole Board serves as the decision-making body for each Covenanted Ministry. The division of the Board into three distinct committees based on the Covenanted Ministries did not allow time for those committees to actually engage in meaningful oversight of the Covenanted Ministry and diluted the ability of the Board to actually engage in the strategic planning and policy-making required by each of the Covenanted Ministries. The model did not encourage the generative thinking at the Board level in planning and program oversight as to how the work of the Covenanted Ministries can be woven together and mutually supportive.

The elimination of the requirement that these Committees exist does not prevent the Board from assigning some responsibilities to Committees focused on a Covenanted Ministry or Ministries, but it also allows the flexibility to establish committees based on overlapping programming that involves more than one of the Covenanted Ministries.

## 3) What will take the place of the Covenanted Ministry-based Ministry Committees?

The vision is that the Board will be able to organize and identify both ad-hoc and ongoing committees that will assist in the programmatic oversight and strategic planning for the whole Church that the Board is called to oversee, sometimes specifically addressing one aspect of a Covenant Ministry and sometimes overlapping among the Covenanted Ministries when they are each involved in a specific ministry.

## 4) How will the Board serve as the Board of the Covenanted Ministry without the designated Committee?

The Board has been serving as the Board for each of the Covenanted Ministries to date. It is anticipated that the presentations relating to the work of a Covenanted Ministry will be made to the whole Board with an inclusion of both the Covenanted Ministry concerns as well as those concerns that may involve the National Setting as well as the Conference, Association and Local Church.

## 5) What are the specific changes to the Executive Committee and why are they being made?

The current Executive Committee consists of 12 members including the following:

- The Chair and Vice Chair of the Board,
- One representative (not required to be the Chair) of the three Ministry Committees,

- The Officers of the UCC,
- One Conference Minister,
- A member of the Finance and Budget Committee, and
- One additional member of the Board

Currently, there is no requirement that the Executive Committee embody the United Church of Christ's commitment to being a multicultural and multiracial Church with membership reflecting age, race and gender diversity, open and accessible to all. This requirement was added to the proposed reconfiguration.

To make sure that there was a continuous flow of communication among all the standing committees and the Board, the membership was expanded to include all of the Chairs of the Standing Committees, the Moderator of General Synod and an at large member from each of the three classes of board members rather than just one additional person.

## **QUESTIONS ABOUT CHANGES RELATED TO ORDAINED MINISTRY AND ECCLESIASTICAL OVERSIGHT**

### **1) What are the changes related to ordaining and recognizing ministers?**

The changes in this category were brought to the Board's attention as needed changes by the Ministerial Excellence, Support, and Authorization Ministry Team (MESA) as they have worked on improving our Search and Call process. The proposed changes are related to recognized Ordained Ministry, identifying the specific names of Ordained Ministerial Standings, Partnership Standing, clarifying that we have a search and call process and not a placement process, and other changes related to our process of ordaining ministers, and recognizing the ordained ministry of others joining our denomination through local churches and other means.

### **2) Why are these changes being made?**

The changes focus primarily on clarifying standards relating to Local Church Ministries: Ordained Ministerial Standing, Privilege of Call, status of Approved for Ordination Pending Call, Call Agreements, and Standing and the responsibilities of the Associations and the Ordained Minister or Ordained Ministerial Partner in terms of church membership and accountability to the Local Committee on Ministry.

The changes also correct language that spoke of Ministerial Call using the term "placement" and to clarify that the support provided by Associations to Members in Discernment is Ecclesiastical Support and that the oversight provided by the Association to Ordained, Commissioned and Licensed Ministers is Ecclesiastical Oversight.

### **3) What impact will these changes have on the work of the Associations?**

The changes are insignificant for some, more significant for other Associations depending on their past practices and expectations, but there is no major change in the role of the Association with

regard to it being the body that has Ecclesiastical Oversight of Ordained, Commissioned and Licensed Clergy within its judicatory and being the body that approves Ordination and grants Privilege of Call and it is the body responsible for Ecclesiastical Support for Members in Discernment.

## **ADDITIONAL CHANGES**

### **1) Why are we changing from a number of Conferences to a percentage of Conferences for calling a special meeting of General Synod?**

This change is made in recognition of the conversations and considerations being given to potential merging of conferences in various geographic areas. The number of seven Conferences is greater than 20% of the existing 38 Conferences. There was an interest in placing a percentage rather than a hard number of Conferences in the event that there are further mergers of Conferences between now and the next time General Synod gathers.

### **2) Why are we changing the time frame for the calling of special meetings of General Synod?**

This change was to provide some timing uniformity to the notification and scheduling of any special meeting of General Synod.

### **3) Why have we eliminated some historic references in the Constitution?**

There are some references in the Constitution to the union that was formed in 1957 and the impact on the denominations that united to form the United Church of Christ and to congregations of the UCC remaining in Association with congregations who did not vote to join the UCC (old paragraphs 13, 14).

The recommendation to make the changes noted in these paragraphs was to eliminate what appeared to be two classes of Local Churches, those who must break with their historic continuities and traditions and those which do not have to do so because they joined with the union that occurred in 1957. The United Church of Christ consists of Local Congregations that joined over the last 57 plus years with a denomination that bases its relationships among the various expressions of the denomination on Covenant. The historic pieces were eliminated not because Local Churches are no longer in Association with other congregations not members of the UCC, but because there did not appear to be a need to continue to reference those specific events in the Constitution for purposes of governance.

## **Questions about the proposed changes related to the endowment draw rate:**

### **1) Why is the change in determining the draw rate on unrestricted endowment funds being proposed?**

The reason behind the change concerns the strategic planning and oversight responsibility of the Board. Under the current structure, while the Board has the responsibility for planning and

oversight for each of the Covenanted Ministries and the National Setting work of the church, they are constrained in their authority as to the budget, being limited to the recommended draw rate from unrestricted funds established by the Investment and Endowment Committee. That recommended draw rate can be overridden by the Board only by two affirmative votes of no less than 85% of the full Board, said votes being taken no less than 12 hours apart. This requirement essentially renders it impossible to override the recommendation unless members of the Investment and Endowment Committee, which made the recommendation, change their vote.

2) What are the consequences of these changes in the work of the Board?

The proposed changes will provide the Board with authority to fulfill its responsibility in strategic planning and fiduciary oversight including the use of draw from unrestricted endowment funds. There is a requirement that any vote to override the recommended draw rate of the Investment and Endowment Committee be by no less than two-thirds of the Board members.

**3) What are the consequences of this change in protecting the principal of the Covenant Ministry Endowment Funds?**

The requirement that two thirds or more of the Board must vote affirmatively to override the recommendation on draw rate from the Investment and Endowment Committee is a recognition that the recommendation comes from those with knowledge and expertise in the area of endowment management and who are making recommendations to protect the health and continued availability of the principals of the unrestricted endowment funds. Overriding this recommendation must be by a large majority of the Board for good cause, but should not be impossible.