

Board of Trustees

MEETING: February 14, 2022, 7:00 pm, Eastern Time

Pursuant to notice duly given, this meeting of the Board of Trustees of the Unitarian Universalist Association was held via Zoom conferencing.

MEMBERS PRESENT: Kathy Burek, Barbara de Leeuw, Charles Du Mond (Co-Moderator), Suzanne Fast, Susan Frederick-Gray (President), Elizabeth Mount, John Newhall, JeKaren Olaoya, Lucia Santini Field (Financial Advisor), Meg Riley (Co-Moderator), Tom Schade, Bill Young (Secretary)

ADDITIONAL PARTICIPANTS: Carey McDonald (Recording Secretary & Executive Vice President), Andrew McGeorge (Treasurer), Stephanie Carey Maron, LaTonya Richardson, Becky Brooks, David Jackoway, Stephanie Samson, Dick Burkhart

Meeting Minutes

Co-Moderator Meg Riley opened the meeting at 7 pm, small-group check-in

MFC Rule Changes

The Board unanimously approved certain changes to rules of the Ministerial Fellowship Committee which were discussed at the January meeting. These addressed the standards for ministerial internships, and the limits for serving multiple positions in a congregation (see *Appendix 1*).

Bylaw Rules on General Assembly Business

Executive Vice President Carey McDonald reviewed the final draft of proposed rules in the UUA Bylaws related to the voting, amendment, and discussion process for business at General Assembly (GA). To make a multi-platform GA accessible, the changes will stretch out the voting process from 3-4 days to 3-4 weeks. This will make it easier for delegates to talk with their congregations about how to participate in the democratic process. Amendments will be submitted and reviewed in mini-assemblies weeks before GA, during GA voting will take place by ballot, and responsive resolutions will have a clearer standard and definition.

The Board unanimously approved Bylaw Rule 4.18.5, Rule 4.18.6, and Rule 4.16.2 (see *Appendix 2*).

Business Resolution on Rewriting the Bylaws

President Susan Frederick-Gray and Trustee Barbara de Leeuw reviewed the final draft of the proposed business resolution (see *Appendix 3*) which charged the Board to rewrite the UUA Bylaws. They highlighted the need for this effort based on past governance recommendations from UUA commissions, as well as the need for flexibility in helping the Association address its current challenges.

Discussion noted the intent to pass a draft version, which will then be publicly available for review and comment. Board members will review that feedback over



the coming months, and make any necessary changes in time for the final agenda deadline.

The Board unanimously approved the resolution draft, replacing the word “agile” with “dynamic.”

Secretary Bill Young noted that no additional business resolutions or proposed bylaw changes were received from petitions or other UUA entities by the February 1 deadline.

Board members reviewed the schedule for public webinars to discuss proposed business items. They also planned to consider whether to have a chat forum on business items for delegates to post comments prior to GA.

Presidential Job Description

Board members reviewed the final version of the president’s job description (see *Appendix 4*), which had received edits from the Presidential Search Committee, Board members and UUA staff. They agreed to give final approval via Slack chat, so that there was time for detailed review.

Note: Board members later gave unanimous approval to the job description via Slack.

EXECUTIVE SESSION

The Board moved into Executive Session at 8:15 pm for the purpose of considering appointments.

The following appointments were later confirmed:

- Olivia Calvi was appointed to the Election Campaign Practices Committee.
- Mandy Goheen was appointed to the Commission on Social Witness.

The meeting ended at 9:00 pm.



Respectfully submitted,

/s/ Carey McDonald

Recording Secretary

Appendix 1

Approved changes to the Rules of the Ministerial Fellowship Committee:

Rule 12. Internships

All Candidates are required to complete satisfactorily a full-time or part time supervised internship. Interns must complete at least 1,000 hours over one to two full congregational years. (2A) [Full-time internships must be for at least nine months. Part-time internships extend over a total of 18 months at a minimum of 20 hours per week.] Supervision will be provided by a minister who is in Full Fellowship 2B) Equivalent experience, e.g., fieldwork placements or supervised ministries, may be considered on a case by case basis.

Rule 18A. Three-Year Rule

A minister is not eligible ~~[for settlement]~~ to serve in a paid, professional role in a congregation for at least three years following previous engagement in a professional capacity in that congregation. This includes but is not limited to interns, field-education students, interims ministers, contract ministers, Ministerial Settlement Representatives, religious educators, etc. Waivers may be granted by application to the MFC.



Appendix 2

UUA Bylaw Rules for General Assembly Business Process – FINAL 2.7.22

Rule 4.18.5. Amendments to business agenda items on the Final Agenda

This rule defines the process for amending items on the General Assembly final agenda under Section 4.14. This rule does not address any proposed changes to Article II under Section C-15.1(c).

- a) Delegates may submit amendments to any item which is scheduled for a vote on the General Assembly final agenda. Proposed amendments are due to the Secretary fourteen (14) days after the Board of Trustees has published the final agenda; amendments received after that date will not be considered. The Secretary will determine the format for amendments to be submitted, and a description of this format will be included in the final agenda. Each delegate may submit up to three amendments in total for all business items.

Amendments will be considered by mini-assemblies according to this rule. Amendments must meet the following standards to be considered:

1. They must address the same topic and goal as the item they are amending;
 2. They cannot reverse or invalidate the item;
 3. They must match the structure of the UUA Bylaws and Rules; and
 4. They cannot conflict with other rules, bylaws or adopted statements.
- b) The Moderator will review all submitted amendments to determine whether they meet the standards in this rule. If so, they will be considered at a business amendment mini-assembly. The Board of Trustees will promptly post all the amendments that will be considered.
 - c) The Board of Trustees will host one or more online business amendment mini-assemblies to discuss and vote on proposed amendments. These mini-assemblies must be held at least ten days before the start of the General Assembly, and be open to all delegates. If an amendment receives sufficient delegate support, it may be considered on the General Assembly final agenda. That support will be determined by the following process:
 1. Delegates will use an online poll to vote on whether to add a proposed amendment to the General Assembly final agenda.
 2. Proposed amendments that receive support from at least 33% of delegates voting in the mini-assembly will be added to the General Assembly final agenda. This support is based on the total number of delegates who vote for or against the proposed amendment, and does not include abstentions.
 - d) Regardless of the level of support in the mini-assembly online poll, the Board of Trustees may choose to incorporate any proposed amendment into the final agenda.
 - e) The Board of Trustees must publish the final language for all items on the final agenda at least seven days before the start of the General Assembly. This will include any proposed amendments that received sufficient support



at a business amendment mini-assembly, unless the amendment is withdrawn by the initial delegate who submitted it.

Rule 4.18.6. Schedule and ballot voting on agenda items

Delegates will use electronic ballots to vote on items on the General Assembly agenda. These ballots must individually verify delegate credentials. The agenda will list when items will be considered for discussion and voting, which must be during a scheduled business session. Ballot voting will remain open for at least one hour after the end of the business session when the items on the ballot are considered. The Moderator will determine the composition of each ballot.

Rule 4.16.2 Responsive resolutions

Responsive resolutions are brief, advisory statements that express the sentiment of the delegates. They must be in response to a substantive portion of a report by an officer or committee reporting to a regular General Assembly, per Section 4.16. Responsive resolutions are not binding and do not set policy for the Association. They may not act as a substitute for other types of business items, such as business resolutions, budget motions, study/action issues, bylaw amendments, or actions of immediate witness. The Moderator will determine whether a proposed responsive resolution may be added to the final agenda under



Appendix 3

Proposed Business Resolution General Assembly Consideration June 2022

Renewing UUA Bylaws for Theologically Grounded and Mission-Focused Governance

Against the backdrop of a looming ecological catastrophe a multiracial, multicultural democracy struggles to emerge and survive, in the face of ferocious resistance. Unitarian Universalism is called to more effective and powerful leadership to create spirit-filled, liberating, inclusive, and holistic communities that foreshadow the world of our dreams: communities that have dismantled white supremacy culture, and all forms of oppression, and communities where everyone can thrive.

To meet this moment, the UUA needs to be nimble, unified, innovative, and bold. But we are hampered by our overly complicated and inefficient governance, enshrined in our bylaws which date from our founding more than 60 years ago and have been patched and mended piecemeal ever since. This creates obstacles for meaningful participation in the UUA's governance. It diverts precious resources (including volunteers) toward maintaining the structure that has been, rather than freeing our energies to live our mission in ways that meet today's need.

Our bylaws were built for a very different time and for a different purpose. In June 2020, the Commission on Institutional Change issued its report, Widening the Circle of Concern. The report identifies significant challenges in our governance structure that prevent us from living faithfully into a liberatory expression of Unitarian Universalism where all can thrive. The 1993 Commission on Governance and 2014 Strengthening Governance reports included calls to make significant changes to governance, including the leadership structure, the role of covenant in governance, and meaningful engagement in decision making by congregational delegates.

We need bylaws that provide role clarity, accountability to our values, and flexibility that allows for innovation and meaningful participation so we can unleash the leadership gifts of our people and the impact and values of our Association in the wider world. The COVID-19 pandemic exacerbated the reality that many of our bylaw-codified volunteer positions require unreasonable time expectations. Our structure is rooted in outdated models of volunteer labor that don't represent the reality of many people's lives today, nor the diversity in leadership we need for our Association.

During 2020 and 2021, thousands of UUs along with over one hundred core leaders volunteered for UU the Vote making it one of the most successful Association-wide justice efforts. During this same period, many of our bylaw standing committees went unfilled. People want to offer their gifts to the Association. However, our structures serve the institution as it was, rather than what it needs to be. We are following the lead of many congregations who have updated their bylaws to remove many standing committees recognizing changing models of volunteerism and the need for flexibility and innovation.

The pandemic also created the opportunity to hold the General Assembly virtually. This has allowed even more innovative ways to gather and engage our congregations and delegates in governance. It also reveals how the current bylaws



fundamentally constrain our ability to reimagine General Assembly in ways that have long been called for by delegates. The UUA bylaws contain significant inconsistencies and outdated sections because the mechanism to amend them is costly in terms of leaders' and delegates' time and attention. This is why a wholesale re-write rather than piecemeal changes is needed.

In conclusion, the time to reimagine our bylaws to create a dynamic, accountable, flexible and responsive governance system is now.

Therefore the 2022 General Assembly of the Unitarian Universalist Association calls on the UUA Board of Trustees to conduct a thorough review and rewrite of the UUA Bylaws. This review should involve stakeholders in collaborative discernment and conversation about considered changes. These new bylaws should create a governance system that supports the UUA in accountably achieving its mission and aspirations consistent with our core values.

This process will be mindful of the specific work of the Article 2 Study Commission charged to renew Article 2 of the UUA bylaws. There should be communication across these efforts so that they are supportive of each other and so all of our bylaws reflect our Association's purpose and core values.

These values and goals should guide the new bylaws framework:

- a. Reflect our theological commitment to liberation and inclusion
- b. Provide accountability to our long-standing anti-racist and anti-oppressive commitments
- c. Create flexibility, allowing for innovation and experimentation
- d. Provide clarity of role and authority among leaders and groups that support diverse leadership
- e. Enhance meaningful participation in governance by UU congregations, delegates, stakeholders.
- f. Address foundational areas of governance required in bylaws, leaving details of policy and procedures to documents that can be revised between General Assemblies.
- g. Written in plain language to be understandable and clear.

Finally, the hope of the 2022 General Assembly is that substantial bylaw replacement will be brought to the General Assembly for consideration at the 2023 and/or 2024 General Assembly.



Appendix 4

Updated: January 20,2022
Position Title: President of the Unitarian Universalist Association
Staff Group: Office of the President
Reports To: UUA Board of Trustees
Location: Boston-preferred
Position Type: Salaried, full time

Purpose: The President is the primary public and spiritual leader of Unitarian Universalism within the UUA. The President serves as Chief Executive Officer of the UUA under policy-based governance, with responsibility for implementing the Association’s mission and Aspirations/Ends as set by the Board of Trustees, including the recommendations of the Commission on Institutional Change’s report, [Widening the Circle of Concern](#). The President has primary responsibility for the strategic leadership of the Association and its staff, is empowered to speak for the Association in alignment with policies and priorities, and has a substantial role to play in fundraising. The President is responsible for leading in alignment with UU values and ethical leadership.

The Member congregations of the UUA elect the President to represent and lead our faith on a path to Beloved Community, in collaboration with an elected Moderator, Financial Advisor and members of the Board of Trustees. The President works collaboratively to develop and advance the mission, aspiration and values of the Association. Historically, there have been times of conflict and challenge between the President and other elected leaders. However, in the past few years, the President and the Board have prioritized building a mutually supportive and cooperative relationship. As the UUA continues to pursue the transformative changes towards equity and liberation which were recommended by the Commission on Institutional Change, the President must be committed to transparent, shared, and effective leadership. “We live in a time when systemic change is essential and cooperation among all leaders is necessary to move toward being an authentically inclusive, mission-focused faith grounded in the values of our religious heritage.” (Commission on Institutional Change’s Findings Related to the Southern Regional Lead Hiring Decision, Spring 2017, hereinafter “Commission Findings”).

The President must possess an “understanding of power and privilege as well as a sense of urgency around transforming the Association.” (Commission Findings). The President should embrace “centering the voices of the marginalized will be part of becoming whole as a faith and as a people.” (Aisha Hauser, accepting the Angus H. MacLean Award, 2018). The President should lead us to create a Unitarian Universalism that can welcome the questions, gifts, and talents of all who are attracted by this faith tradition.

Principal Responsibilities

1. Acts as the primary pastoral, spiritual and prophetic leader of Unitarian Universalism, including speaking on behalf of the UUA and UU values and faithful commitments. Provides a pastoral and ceremonial presence in key moments for the Association and our values, and, as able, for our congregations and institutions.
2. Serves as the Chief Executive Officer, responsible for the effective management and deployment of the resources of the Association in service of its mission,



aspirations, and priorities. This includes strategic leadership, defining and communicating priorities, supervision and guidance of staff, and resource allocation and budgeting. Directly supervises the Executive Vice President and Treasurer/Chief Financial Officer (both appointed by the Board of Trustees), other senior executive positions, and an Executive Assistant.

3. Represents Unitarian Universalism in the public square with a prophetic and pastoral voice, including engaging with the press, news media, social media and other media platforms and outlets. Participates in public actions and advocacy for UU values in the democratic process.
4. Strengthens the UUA and UU congregations and institutions by cultivating and inspiring financial stewardship. Helps set fundraising strategy, engages and solicits major donors to the UUA, and promotes an overall culture of generosity within Unitarian Universalism.
5. Nurtures and sustains strategic relationships with external leaders and groups both within and beyond Unitarian Universalism. This includes peer relationships with leaders of other denominations and religious organizations, including international UUA partners. This also includes peer relationships with presidents and executive directors of other UU and interfaith organizations.
6. Serves as an ex-officio, non-voting member of the Board of Trustees, which holds accountability for monitoring the President's success in leading the organization in its mission and executing priorities. Follows the expectations and limits set by the Board's policy-based governance. Engages Trustees in generative and strategic conversation about key questions facing the Association, and provides them with regular updates on the work of the staff.
7. Ensures continuity of the strategic, staffing, programmatic and financial resources required to keep the UUA moving towards justice, equity, diversity and liberatory practices. Oversees the UUA's ongoing work to implement the recommendations of the Commission on Institutional Change's report.
8. Maintains relationships with historically impacted communities within Unitarian Universalism, including Black, Indigenous and People of Color, disabled, LGBTQ+ and other marginalized communities.
9. Attends to the overall culture of the UUA workplace. This includes ensuring policies and practices within the UUA that supports our aspiration to be a workplace where all people of all identities can thrive. This particularly includes hiring and personnel practices as well as attention to workplace dynamics and support for justice, equity, diversity and inclusion practices.



Expected Knowledge and Skills

Note that these qualifications may be met as a result of lived experience, volunteer work, professional experience, and/or formal or informal training. If you are excited about this role, but are unsure whether you meet 100% of the requirements, you are encouraged to inquire.

- 10-15 years of relevant professional experience, with a preference for work in religious, nonprofit, government, academic or similar environments.
- 5-7 years of experience in management and supervision, with prior executive-level experience in a mid-size or larger organization preferred

(e.g., supervising other supervisors). Demonstrated ability to lead diverse, high-functioning teams is required.

- Profound and embodied understanding of Unitarian Universalism, including its history, theologies, and practices.
- Expresses personal and professional commitment to counter white supremacy, patriarchy, colonialism, and other systems of oppression.
- Outstanding skills in written and verbal communication, especially with religious, philosophical, justice, and political ideas. Strong preaching and public speaking skills are required.
- Exceptional professional skill set in leading institutions and organizations to become more just, equitable, diverse, and inclusive.
- Successful experience in strategic planning, budgeting, evaluation, and goal setting is expected.
- Commitment to creating an open, equitable and supportive workplace is required.
- Demonstrated ability to build trust and inspire action and collaboration across UU groups and communities. Significant existing relationships with multiple types of UU leaders, groups and communities is expected.
- Must understand the explicit structures and patterns of the UUA as an organization, as well as the implicit dynamics of UU leaders, groups, and histories within the Association, especially those that have perpetuated white supremacy culture. Prior experience as a staff member or volunteer of the UUA or other national UU organizations is especially valuable.
- Experience leading successful fundraising initiatives, including capital campaigns, major donor solicitation, and motivating small-dollar and grassroots donors.
- Experience and understanding of effective and relational community organizing, political action, issue advocacy and partnership with frontline movements. Willingness to personally engage in direct political action if needed.
- Comfort with acting as a public faith leader, with a sense of inner spiritual grounding. Status as an ordained minister is not required.
- Exceptional personal and professional ethical standards.
- Demonstrated ability to exercise clear leadership in complex and fraught environments; low-ego, non-anxious and trauma-informed leadership style is preferred. Strong emotional and pastoral intelligence and good listening skills are required.
- Bachelor's degree expected, and master's degree in a relevant area preferred (e.g., divinity, theology, nonprofit management, etc.) or possess other applicable professional, educational, and lived experience.
- Working knowledge of Microsoft Office Suite (Excel, Outlook, PowerPoint, and Word), and able to use other online platforms including Zoom meetings.



Potential nominees must be:

- A member in good standing of a UUA member congregation (per UUA By-Laws).
- Resident of the United States
- At least 18 years of age (per MA law).
- Able to travel extensively and work both weekdays, weekends, and evenings.

- Able to spend a significant amount of time in Boston.

Compensation and Benefits

TBD

About the UUA

The Unitarian Universalist Association is a progressive religious denomination headquartered in Boston's waterfront Fort Point Innovation District with offices in Washington, DC and at the United Nations in New York City. Our faith community of more than 1,000 self-governing congregations brings to the world a vision of religious freedom, tolerance, and social justice. Our normal workweek is 35 hours, we pay 80% contribution towards health insurance premiums, 10% towards retirement (after one year), and have generous paid time-off policies. We are a great place to work and we value diversity. The UUA is an Equal Opportunity Employer and is committed to the full inclusion of all. As part of this commitment, the UUA will ensure that applicants and staff with disabilities are provided reasonable accommodations. If reasonable accommodation is needed to participate in the job application or interview process, to perform essential job functions, and/or to receive other benefits and privileges of employment, please contact the Office of Human Resources at (617) 948-4648 or humanresources@uua.org. For more information on the UUA, visit us online at UUA.org and uuworld.org. Support for the Mission and Values of the Association The Unitarian Universalist Association is a progressive and historic religious denomination. While it is not generally required or expected that an applicant/employee identify as a Unitarian Universalist (UU) or be a member of a UU congregation in order to work at the UUA, all UUA staff members are expected to perform their job duties in accordance with the UUA's values, principles, and mission.



In particular, the following points, drawn from the Seven UU Principles, are of particular importance for the UUA's work environment and staff culture:

- The inherent worth and dignity of every human being: We affirm the need for a human-centered workplace that allows our diverse staff to flourish. We also understand that our wider culture and society oppresses and denies human dignity, and we seek to counter the effects of that oppression in our hiring and workplace culture so that each person feels whole and valued.
- Justice, equity and compassion in human relations, and the goal of world community with peace, liberty and justice for all: We speak openly and publicly of our support for social and political issues, including LGBTQ equity, racial justice, climate justice, gender equity, and reproductive justice.
- The interdependent web of existence: We recognize that the liberation of all people is interwoven, and we work to counter patriarchy, white supremacy, colonialism, homophobia, transphobia, ableism, environmental exploitation, and other interrelated systems of marginalization.