



Sept 26, 2021

Recommendations & Rationale: Governance Model & Structure

Element A	Governance Model - describes the governance model (or hybrid of models) an organization uses to determine authority, decision-making, and accountability.
Current	Advisory governance board that is pastor led
Proposed	<u>Collaborative governance board with shared leadership. No one voice on the governance body should be stronger than another</u>
Rationale	<ul style="list-style-type: none">● Affirming board members who bring different knowledge and skill sets to the table, a greater array of wisdom is gathered and shared● The board chair and lead pastor working collaboratively to prepare for board meetings can model and advance understanding of shared leadership.
Element B	Decision Making - describes the method for reaching decisions
Current	<ul style="list-style-type: none">● Consensus, informal● By-Laws allow for formal vote when required for legal matters or CRA compliance
Proposed	<ul style="list-style-type: none">● <u>Consensus decision-making, following a structured process</u>● Formal vote when required for legal matters or CRA compliance
Rationale	<ul style="list-style-type: none">● Every person has wisdom and unique insights to speak into topics and issues raised● Every person needs to come prepared to share their thoughts, ideas, suggestions and concerns● No one voice is greater or lesser than anyone else's voice at the table● Decisions reached by consensus tend to have greater buy-in, and greater commitment to see the decision achieved

Element C	Choosing Board Members - the process to establish qualifications for potential board members, and to define the procedures for finding, vetting and affirming board members
Current	<ul style="list-style-type: none"> ● Somewhat informal process, decision of names to put forward for affirmation by the membership lies with the SC ● By-Law section 3.04 – attributes and qualifications ● By-Law section 3.05 – election process
Proposed	<ul style="list-style-type: none"> ● Establish protocols and procedures for choosing new board members, ● Including <u>formation of a formal search team</u>, comprised of representatives from both the board and the congregation ● Search team to interview, vet, and recommend potential board members for affirmation by church members ● Search team could help to on-board new members
Rationale	<ul style="list-style-type: none"> ● Board members should be added in a way that brings specific expertise in areas of governance responsibilities, and is mindful of equity and diversity ● Fill current gaps (skills and expertise) in board (for example someone with strategic planning skills to replace someone stepping off the board) ● Search process needs to include engagement of the congregation as well as input from the board
Element D	Term Limits - determines the length of the term to be served, as well as the number of terms in a row that a board member may serve
Current	<ul style="list-style-type: none"> ● Board members are affirmed for a three year term (By-Law section 3.06), with no more than two full terms to be served back to back (By-Law section 3.08) ● There are exceptions. For example, currently there are term limit exceptions for historical members including the lead pastor's wife (note that she recently resigned from SC) and Treasurer.
Proposed	<u>Establish firm board member term limits without exceptions.</u> Board members will be affirmed for a two year term and may serve a maximum of three back to back terms before mandatory one year off
Rationale	<ul style="list-style-type: none"> ● Allows new voices and ideas to be heard ● Reduces risk ● Reduces burnout ● Shorter term recognizes the trend in Canada for people to more readily commit to shorter volunteer commitments (Volunteer Canada)

Element E	Number of Board Members - Established minimum and maximum number of board members
Current	Three minimum and nine maximum (By-Laws section 3.01)
Proposed	<u>Goal of six board members serving at any given time.</u> Allowance for a minimum of five members and maximum of nine members to be listed in by-laws
Rationale	<ul style="list-style-type: none"> • Currently significant range between minimum and maximum number • Too few or too many board members both make it difficult for the board to govern effectively • Minimum of three board members plus lead pastor would make it difficult to have the desired diversity and skill sets needed to carry out all the responsibilities of the board

Element F	Teams to Support Board - Teams designed to assist the board to carry out its governance responsibilities
Current	Three standing teams: Finance (governance function), Staff Partnership (governance function), facilities (management function)
Proposed	<u>All governance teams be designed to serve specific governance responsibilities</u>
Rationale	<ul style="list-style-type: none"> • Board needs to focus its governance / oversight responsibilities rather than on management / operational responsibilities • Establishing governance-focused teams (each led by a board member) enables more members of the congregations to become involved in a meaningful way • It is a good training ground to get more people involved in this level of leadership, and prepares a greater number of people who can then apply to serve on the actual board • Having governance board teams fulfill management (ie. operational) functions can cause confusion

Element G	Board Officers - Board members who are appointed to special duties and functions, over and above the basic duties and responsibilities held by board members
Current	Secretary, who also functions as the President of the Church for corporate purposes; Treasurer, who also functions as the church bookkeeper (By-Law section 5.02)
Proposed	<u>Chair of the board to be held by a lay member. Secretary and Treasurer also to be held by lay members of the board.</u>
Rationale	<ul style="list-style-type: none"> ● Research points to the vital role a chairperson (who is a lay person) plays in a well functioning board (churchboardchair.ca) ● Research also points to the executive members of the board as the ones leading strategic planning, and the annual performance review of the lead pastor
Element H	Role of Lead Pastor on Board - Describes the role the lead pastor has within the context of the governance board
Current	Chair of the board, set agenda, leads meetings; By-Law section 4.01
Proposed	<ul style="list-style-type: none"> ● This proposed recommendation will be implemented for a trial period and be assessed after a 12 month period. ● Lead Pastor attends all board meetings, representing church operations, but does not hold the title of board member. ● Works collaboratively with the Chair to set board agenda ● Pastor's voice is critical in speaking into all board matters but is not part of the final decision-making ● Built-in sessions at each board meeting for voting to take place. ● Implementation process will include milestones/ checkpoints to evaluate the challenges/successes of the changes being implemented. The idea would be to identify issues and adjust/course correct as needed.
Rationale	The goal is for collaboration and shared leadership. There is recognition that the lead pastor has a very strong and significant voice. A recurring concern is that the lead pastor's voice has been the only voice in various matters in the past. By giving the steering committee the space to come to consensus decisions without the lead pastor present, specifically over the next year, the steering committee will be able to establish the expected increase in responsibility as laid out in Recommendations A, B, C and G.

Element I	Lead Pastor Accountability - Describes who the lead pastor is accountable to, as well as the process for performance evaluation of the lead pastor
Current	<ul style="list-style-type: none"> ● Unclear, By-Law section 4.05 does include a process for removal of lead pastor, but does not speak to performance evaluations ● Performance reviews do take place every 5 years
Proposed	<ul style="list-style-type: none"> ● <u>The lead pastor is accountable to the board</u> ● Chair of the board to team lead the annual performance review of lead pastor, and ensure all goals and supports are followed up
Rationale	<ul style="list-style-type: none"> ● It is a governance responsibility of the board to hire the lead pastor, perform annual performance reviews, and if necessary terminate the lead pastor ● To assist the lead pastor to build on strengths, and to address weaknesses ● To clarify lines of accountability for the board, staff and members, including clarity on process for reporting grievances or concerns to the appropriate body

Element J	Board Accountability - Describes who the governance board is accountable to, as well as the process for performance review of the board
Current	Not clear at present
Proposed	<ul style="list-style-type: none"> ● Clear statement that the <u>board is accountable to congregation</u> ● The board to perform a board audit at least every other year
Rationale	<ul style="list-style-type: none"> ● Critically important for all board members to learn and embrace: <ul style="list-style-type: none"> ○ The principles and best practises of a governance board ○ The responsibilities of a governance board ○ The crucial role board members play in creating and sustaining a culture of shared leadership and collaboration ● Clarifies lines of accountability for members of the church ● Ensures the best interests of the congregation are kept in the forefront