



St. Andrew's United Church 399 Cassells St., North Bay, ON P1B 3Z4 standrews-northbay.ca

Constitution Review

Background to Review

In April 2021, the Council approved the Transitional Ministry goals for the congregation, one of those goals was the review of the governance of the congregation. In November 2021 at a Council retreat there was opportunity for conversation with the existing Council about what was working and what was not working in the present approach to governance. In December 2021, the Transition Team informed by concerns being heard by the Nominations Team turned its attention to the governance goals. In January 2022, the Council authorized the Transition Team to establish an ad hoc working group to begin work on reviewing the present governance model of St. Andrew's and to bring recommendations regarding a governance model that would best serve the congregation.

Reasons for Review

The following reflections, comments, complaints have been heard regarding the present governance model.

- It is difficult to recruit enough volunteers to fill all the positions on Council and to fill committees;
- The role of the Executive seems to be continually be expanding;
- The meetings spend too much time on reporting from committees;
- There is not enough attention given to strategic-long view planning;
- It always seems to be about crisis management.
- amendments needed even if no major changes to bring the document in line with current practice

The Council model of governance that has served the congregation for many years reflects a program sized congregation with many functioning committees through which people connect with the life and ministry of the congregation. The context of congregational life has changed at St. Andrew's and it is now smaller in membership. Making it an appropriate time to review the governance to assess whether it is still the best fit for the congregation. The starting point was a Constitution approved in 1993, and then revised over the following years.

Guiding Principles

This page identifies the principles that were used in considering a governance model that would reflect the mission of the congregation.

1 The Manual of The United Church of Canada

The Manual of The United Church of Canada set forth the denominational policies related to governance. All communities of faith must attend to the parameters set forth. The operative Manual at the time of drafting this constitution was the 2021 edition. The sections relating to communities of faith found in Communities of Faith are the primary sections of relevance. The Appendix "Procedures for Holding a Meeting and Decision-Making" has also informed parts of this constitution.

2 Mission Statement of St. Andrew's

St. Andrew's is an inclusive and affirming Christian community of faith worshiping God and serving others. Inspired by Holy Scripture and guided by tradition, reason, and experience, we share the ministry of Jesus Christ by nurturing spiritual growth, caring for creation, and being with those in need. March 2003

3 Affirming Statement of St. Andrew's

St. Andrew's United Church is an Affirming congregation within the United Church of Canada. We are committed to creating a safe, inclusive and nurturing community where all are welcome. We delight in the goodness and grace of God as expressed through the diversity of race, gender, sexual orientation, gender identity, family configuration, ability or economic circumstance. We give thanks for the richness of the Spirit among us and in the work we are called to do in the world. May 2013

4 Council Touchstones

- 1. Give and receive welcome
- 2. Be present as fully as possible
- 3. Listen respectfully
- 4. Observe deep confidentiality
- 5. Trust and learn from silence
- 6. When the going gets tough, turn to wonder

We are reminded to keep God at the center of our interactions, to separate people from problems and to honour the group decisions we make. Listening is important so we can really hear the story and recognize the gift of the holy spirit.

Executive Summary

The draft Constitution sets forth the complete governance details of the terms of reference for the Council of St. Andrew's United Church. This is a summary of the operative principles.

The St. Andrew's United Church governing body will be known as the Council, and will align its structure and responsibilities as to comply with all the requirements of The Manual 2021 regarding governing bodies of the congregation (community of faith).

The Council will be comprised of the following positions:

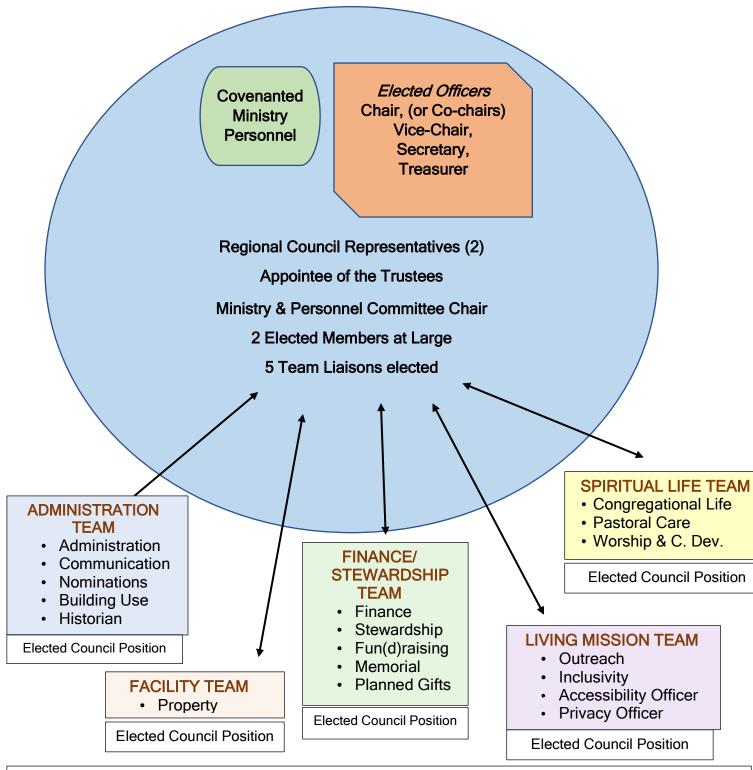
- 1. Chair or co-chairs (elected by congregation for a 2 year term)
- 2. Vice Chair (or co vice-chairs) elected by the congregation for a 2 year term
- 3. Secretary elected by the congregation with renewable terms
- 4. Treasurer elected by the congregation with renewable terms
- 5. Chair of the Ministry & Personnel Committee elected by the congregation
- 6. 2 Regional Council Representatives elected by the congregation
- 7. An appointee of the Trustees
- 8. 2 Members at Large elected by the congregation
- 9. 5 Team Liaisons elected by the congregation
- 10. Covenanted serving Ministry Personnel or Supervising Minister

What are the major changes from the old model?

- The Council is smaller than the 1993 constitution which has a total membership of 28 positions if they were all filled
- There is no Executive, the smaller size of the Council makes it possible for the whole Council to be called to deal with emergent matters
- agenda planning will be done Chair, Secretary and serving ministry personnel in the manner that they determine
- The working committees of the congregation remain in place, but are grouped under four teams. Each team is represented on Council by an elected Liaison. Committees under the same Team grouping may explore ways of working more cooperatively and will communicate with the Council through the Liaison.

Council Organization – total membership 16

(note: chair only votes in the advent of a tie; ministry personnel is entitled to vote but generally refrains from doing so)



The working committees of the congregation will be grouped into Teams, with an elected Team Liaison to Council relating to each team. The team areas may be reviewed from time to time as the needs and priorities of the congregation change and evolve.

1.0 Preamble

The Church is called to be the Body of Christ in the world, gathering to witness to the love of Christ and to share that love in friendship and community.

The ministry of St. Andrew's is rooted in the ministry of Jesus Christ and is shared by all the all in the community of faith through worship, work and play. The governance of the congregation enables and supports the life and work of the congregation in living the ministry of Christ.

2.0 The Congregation

- 2.1 St. Andrew's congregation is a community of faith of The United Church of Canada within the Canadian Shield Regional Council.
- 2.2 The congregation consists of:
- a) members; b) full members; c) adherents; and d) members of the order of ministry whose names have been added to the congregation's membership roll. (Manual B.3)

The members of a congregation are:

- a) children of full members; and
- b) children who have been baptized but have not yet become full members.

A person becomes a full member of the congregation with the approval of

- a) the governing body;
- A person becomes a full member through one of the following ways:
- a) adult baptism and profession of faith;
- b) confirmation,
- c) reaffirmation of Christian faith
- d) through a certificate of transfer of membership in good standing from another congregation or church; or
- e) if the person cannot get a certificate of transfer of membership from another church, they may transfer their membership if the governing body is satisfied that they
- i) have been baptized;
- ii) became full members of their church after they made a profession of Christian faith;
- iii) are of good Christian character; and
- iv) have valid reasons for transferring to the United Church.
- 2.3 The congregation is the primary policy-making body of St. Andrew's United Church and for carrying out the mission of the church.

3.0 The Mission of the Congregation

- 3.1 The Mission of the Congregation is reflected through the current Mission Statement adopted March 2003.
- St. Andrew's is an inclusive and affirming Christian community of faith worshiping God and serving others. Inspired by Holy Scripture and guided by tradition, reason, and experience, we share the ministry of Jesus Christ by nurturing spiritual growth, caring for creation, and being with those in need.
- 3.1.1 The mission of the congregation is further informed by the Affirming Statement of May 2013.
- St. Andrew's United Church is an Affirming congregation within the United Church of Canada. We are committed to creating a safe, inclusive and nurturing community where all are welcome. We delight in the goodness and grace of God as expressed through the diversity of race, gender, sexual orientation, gender identity, family configuration, ability or economic circumstance. We give thanks for the richness of the Spirit among us and in the work we are called to do in the world.
- 3.2 The Mission of the congregation shall include -
- a) Worship gathering as loving community to celebrate God's presence in the world.
- **b)** Education nurturing faith at all stages of life and exploring scripture, tradition and experience as it informs the living of faith in our time and place.
- c) Outreach to seek justice, care for creation, and love and care for our neighbours.
- **d) Stewardship** nurturing commitment to share time, talent and treasure to support the ministry of Christ through the work of the Church in the world.

4.0 Ministry

- 4.1 The ministry of St. Andrew's United Church belongs to the members of the congregation. Leadership for that ministry resides in the governance of the congregation and is shared with the duly covenanted ministry personnel whom congregation calls to serve the community of faith.
- 4.2 The modelling of shared leadership by lay leaders and ministry personnel reflects the commitment to the priesthood of all believers. The gifts and wisdom of both lay leaders and called ministry personnel are needed to build up the life of the church.

Lay leaders and called ministry personnel are expected to model mutuality and cooperation in setting ministry priorities for the life and witness of the congregation.

4.2.1 Shared Leadership Roles

The called ministry personnel offers primary leadership to the spiritual growth of the congregation through proclamation of the Word, presiding at the sacraments and being a pastoral presence.

The called ministry personnel resources the life of the congregation by strengthening denominational connections, equipping leaders, providing theological reflection and fostering community.

The ministry personnel is a member of all committees, with the exception of Ministry and Personnel, Nominations and Search and Selection, providing the opportunity to resource lay leaders serving in all areas of ministry. While the privilege of membership is extended to the ministry personnel, attendance at all committee meetings is not required.

4.3 Shared leadership between lay leaders and called ministry personnel on-going two-way communication is essential and a mutual responsibility. This includes the responsibility and the opportunity for congregational members to minister to the called ministry personnel and to each other.

5.0 The Council of the Congregation

5.1 **Definition**

The Council of the congregation if the governing body elected by the congregation has general responsibility for leadership in the care and oversight of the spiritual life and the interests of the congregation between congregational meetings. (B.7.4.12)

5.2 **General Responsibilities of Council**

- a) The governing body has general responsibility for leadership in the care and oversight of the spiritual life and the interests of the congregation and is responsible for ensuring that the responsibilities set forth in The Manual 2022 Section 8.7 (8.7.1 8.7.12) are met by the Council and/or the committees of the congregation
- b) to ensure that the functions set forth in Section 5.2.1 are attended to regularly

5.2.1 Function:

- a) to **develop congregational policy** that informs the work of the committees of the congregation;
- b) to **foster planning** for the future of the congregation and to bring to the congregation for approval ministry goals and directions;
- c) **managing** and overseeing the life of the congregation both "temporal" and "spiritual"; including ensuring all fiduciary (financial and legal) requirements are met;
- d) **building** a circle of committed lay leaders;
- e) to be the **communication hub** for the congregation, intentionally planning for sharing of information about ministry and the life of the congregation;
- f) to be **available for consultation with committees** seeking clarification or direction regarding implementation of policies;
- g) **building** connections with the wider United Church.

5.3 Composition of Council:

The Council is compose of those persons who have been duly elected by the congregation. The membership structure of the Council is determined by the congregation and may be reviewed regularly to determine whether it meets the needs of the congregation.

5.3.1 Council Positions

Officers elected by congregation: Chair (or co-chairs); Vice- Chair (or co-Vice-Chairs); Secretary; Treasurer;

- 2 Members at Large elected by the congregation
- 4 Members elected as Team Liaisons
- 5.3.2 Members of Council by virtue of office
- a) Covenanted ministry personnel called/appointed to the congregation
- b) the elected representatives to the Regional Council, with allocated vote
- c) Chair of Trustees or their appointee
- d) Chair of Ministry and Personnel Cmte.
- *note the 2021 Manual no longer mandates representative from the UCW or Youth
- **5.4**. All elected members of the Council should be members of the Christian Church and at least 75% be members in good standing of St. Andrew's United Church, North Bay.

5.5 Terms of Office

- a) Members are elected to serve a term of two years and may serve up to 2 consecutive terms. The Secretary and Treasurer positions may normally serve up to 4 consecutive terms;
- b) After 2 consecutive terms in one office, a person may be elected to serve in another office.
- c) in exceptional circumstance the congregation may by two thirds majority decide to extend the term of a serving member of Council.

5.6 General Duties of Council Members

- a) to attend Council meetings
- b) to serve as the Elders of the congregation by: being the representatives of the congregation in the administration of the sacraments (baptism & communion); to receive and consider proposals to other courts of the Church; to foster connection with all members and adherents
- c) to adhere to the behaviour covenant of the Council as contained the "Touchstones" approved by the Council in 2019.
- d) to support communication with committees and the congregation by being informed about the ministry of the congregation.

6.0 Council Meetings

6.1 The Council may meet in any of the ways permitted by The Manual 2022 in Section 4.1

Meetings Councils are responsible for deciding how to hold their meetings. They have the following options: a) in person; b) by telephone conference call; c) in any other way where participants can communicate with each other at the same time (for example, by instant messaging or webcam simulcast technology); or d) by e-mail, as long as the requirements for e-mail meetings in the Procedures for Holding a Meeting and Decision-Making are met.

- 6.2 The Council shall meet once a month with the exception of December, July and August. It may choose to meet during those months to deal with exceptional matters.
- 6.3 The Quorum of the Council in order to consider business will be of the total elected Council members and the covenanted serving ministry personnel or an appointee by the Regional Council.
- 6.4 The Agenda for the Council meeting shall be available to all Council members not less than 3 days prior to the meeting. It is the right of the Council when meeting to amend by majority decision the agenda.
- 6.5 Council meetings shall be noted in the regular announcements of the congregations and congregational members may attend meetings of Council as observers.

7.0 Duties and Responsibilities of Council Members

7.1.1 Signing Officers

The signing officers of the congregation shall be confirmed by the Annual meeting of the congregation. The general practice will be that 2 of the following 4 be required to sign cheques: Chair (or co-chairs) of Council, Secretary of Council, Treasurer, and Office Administrator

7.2 Chairperson (Co-Chairpersons) Responsibilities

- a) call and preside over regular Council meetings and meetings of the Executive, ensuring that the conduct of the meeting attends to Holy Manners as set forth in The Manual and Council Touchstones;
- b) offer leadership to the work of Council;
- c) to available to committees of the Council to resource, encourage and advise them at their request, or at the suggestion of Council;
- d) to represent the congregation in the broader church and community;
- e) to be Council's recommendation for chairperson of Congregational meetings;
- f) may only exercise their vote if there is a tie.

7.3 Vice-Chairperson Responsibilities

- a) to support the Chairperson and act as Chairperson (if there is no co-chair) in his/her absence;
- b) to recruit and coordinate people for special projects identified by the congregation or Council.

7.4 **Secretary**

- a) record the minutes of all Council, Executive and congregational meetings;
- b) to ensure all approved minutes are posted to the congregation's website;
- c) to inform members of upcoming meetings (date, time, method of meeting);
- d) to be responsible for all Council correspondence;
- e) to ensure all archival material is appropriately catalogued and maintained;
- f) to prepare the circulated agenda and administer circulation of reports that are related to meetings.

7.5 Treasurer

- a) be the Financial Officer of the congregation;
- b) be an active member of the Finance Committee, acting as a resource to the formation of financial policy and practice;
- c) ensure that the financial statistical report to The United Church of Canada is submitted on time each year;
- d) ensure that the Charitable Return with CRA (Canada Revenue Agency) is filed on time each year;
- e) to oversee the work of the Bookkeeper and ensure that good financial practice is being followed and congregational finances being attended to in a timely and appropriate manner.

7.6 Covenanted Serving Ministry Personnel

- a) considered a member of all committees/teams of the congregation with the exception of the Ministry and Personnel; the Nominating; and Search and Selection;
- b) support the lay leadership of the congregation is understanding their roles;
- c) to keep the policies and procedures of The United Church of Canada before the Council and Committees as they undertake their ministry and work;
- d) to foster and model best practices

7.7 Team Liaison Elected by the Congregation

- a) Elected by the congregation for a term of 2 years, renewable under the terms of the Constitution.
- b) To be a member of Council and participate in Council meetings and work.

- c) To serve as the communication link between the committees under the Team umbrella (Administration, Facility, Spiritual Life and Living Mission) and the Council. This would include bringing concerns, proposals, issues from the Team to the Council; encouraging written reports when appropriate; sharing information from the Council with the committees, particularly Council decisions or considerations that may be related to the committees and Team area of responsibility and accountability.
- d) The Team Liaison is not expected to attend all the committees under the Team's umbrella, but may be invited to do so from time to time.
- e) As there is a transition to the new structure, the Teams may need support from the Liaison (and other Council leaders) to experiment with how they will do their work and coordinate the work of the various committee areas under their umbrella of responsibility and accountability.

7.8 Members at Large

- a) as a member of Council without specific committee responsibilities, be available to serve on Council identified projects and ad hoc committees
- b) participate as an active member of Council
- c) bring a perspective of the broader life of the congregation

7.9 Committee Chairpersons (not members of Council)

- a) call and conduct regular meetings of the committee;
- b) ensure the minutes of the meetings of committee are take and preserved;
- c) be aware of all policies and procedures that pertain the work of the committee;
- d) administer the committee budget and prepare an annual budget submission;
- e) prepare regular reports to Council and an Annual report to the congregation;
- f) encourage succession planning;
- g) be proactive in communicating with the congregation and Council about the work of the committee.

8.0 Annual General Meeting

- 8.1 There shall be an Annual Meeting of the congregation to be held by the end of March each year.
- 8.2 Notice of the meeting shall be given in the announcements of the congregation and verbally in worship for at least two Sundays prior to the meeting.
- 8.3 The Annual report shall be available as least one week before the Annual General Meeting. It shall be made available both in hard copy and electronically for download through the website.
- 8.4 The Annual General Meeting shall cover the review of the Annual report, the Year End Financial statements, the budget for the coming year and the election of the

Council for the coming year along with any other business as identified as being on the agenda of the meeting.

- 8.5 8.7 *new definition of quorum is found in the Manual* A meeting of the congregation or pastoral charge may take place only if a minimum number of full members is present, as follows:
- a) for congregations or pastoral charges with 100 or more full members, at least 20 full members must be present;

9.0 Election of Officers to the Council

- 9.1 Officers shall be elected at the Annual Meeting of the congregation and shall take office at the rise of that meeting.
- 9.2 Those nominated to serve on Council must have accepted the nomination either by being present at the Annual meeting or by having given their consent to the nomination through the nominations committee, or by having given their written consent to those putting forth their name at the meeting. *(not quite sure about this)*
- 9.3 All nominees for the positions that compose the officers of the congregation must be members in good standing of the congregation.
- 9.4 Voting procedure is normally by show of hands, but a motion from the floor can request that the vote be conducted through a secret ballot.

10.0 Parliamentary Authority

10.1The Council, its Executive, the Board of Trustees and the committees of Council established under the jurisdiction of this Constitution and the Congregation, shall conduct their affairs in accordance with the parliamentary authority identified by The Manual in the Rules of Order Appendix and to Bourinot Rules of Order as the final arbiter.

11.0 Changes to the Governance Model of the Congregation

- 11.1 Changes to the constitution require the approval of the congregation
- 11.2 Consideration of changes to the constitution will be considered at a duly called congregational meeting which stipulates that the constitutional changes will be under discussion.
- 11.3 Any constitutional changes may require the review and approval of the Regional Council, if they are beyond the governance models provided for in The Manual.

11.4 Constitutional changes must be approved by a 2/3 (two-thirds) majority of those voting at the congregational meeting.

12.0 General Operating Guidelines for the Committees

- 12.1 Each committee should study, assess and clarify its objectives each year including it's approaches to the meeting of those objectives but always in light of the total task of the church.
- 12.2 Each committee endeavors to carry out its objectives in close working relationships with other standing committees and especially those in the same area of emphases.
- 12.3 Each committee may recommend policy to the Council for possible implementation.
- 12.4 Each committee implements the policy of the congregation with guidance from the Council when necessary.
- 12.5 Each committee is given the autonomy to make decisions within its mandate and budget as far as those decisions are in keeping with the policies and procedures of the congregation and Council.
- 12.6 Each committee is to submit a budget request annually to the Finance committee for preparation of the proposed annual budget.

Approval of Our Church Governance Structure

At the Annual Congregational meeting in March 2022, the new church governance model (constitution) was adopted in draft form. This document was to be reviewed, amended as necessary and then presented for final approval after a 6-month period, ending in the fall of 2022.

The proposed new Council structure that was approved in principle at the March 27th, 2022 Annual General Meeting was circulated before the meeting with the recommendation from the current Council that a **Financial Liaison be added to oversee all money related committees and activities**. A motion was presented to permanently adopt the new structure. **(Motion 075/22)**

Pat Kirton-Bailey/ Marg Fleming moved that St. Andrew's adopt the proposed Council structure with the changes recommended by the current Council, as presented. (Date: October 2, 2022)

