

# Constitution of the Washington Ethical Society

Ratified 9 June 2013 — Amended 12 June 2016

The Washington Ethical Society is a humanistic congregation that affirms the worth of every person.

We strive through our relationships to elicit the best in the human spirit. With faith in human goodness, we appreciate each person's unique capacities. We joyfully celebrate together and support each other through life. We nurture a sense of reverence and responsibility for each other and the earth.

We invite you to join our community of children and adults as we work for a world where love and justice cross all borders.

## I. Discernment, Strategic Planning, Ethical Action

### A. Statement of Purpose

1. Its characteristics: the Statement of Purpose is our mission statement. It identifies who we are and what binds us together. Based on our core Ethical Culture values, it guides our strategic planning and provides a framework for the actions we pursue in our own community and the larger world. The Statement of Purpose is created through an inclusive process, and helps members to apply ethics to their daily lives.
2. Its Publication and Display: the Statement of Purpose is published and displayed prominently.
3. Its Revision
  - a. In 2011 and every five years thereafter, the membership votes at its spring membership meeting on whether or not to revise the SOP. If the motion does not pass, the current SOP remains in effect. If the motion passes, within 45 days the board and Leaders appoint a SOP Revision Task Force composed of the Leaders plus not fewer than four WES lay members.
  - b. The task force produces a proposal within nine months, employing a process that draws input from all WES members. The task force presents the proposal to the membership 45 days prior to an adoption vote. Amendments are entertained until 15 days prior to the vote.
  - c. The membership votes on adoption of the new SOP as written. Passage requires 80% voting in favor; otherwise, the existing SOP remains in effect.

B. Strategic Planning: during the 2013-14 board term and every five years thereafter, the board and Leaders conduct a comprehensive strategic planning process drawing upon the wisdom of the community and productive of a strategic plan within twelve months, subject to membership approval by a majority vote.

C. Ethical Action: society positions regarding ethical issues are established or amended by a two-thirds vote at a membership meeting. The Leaders preside over an inclusive process to bring proposals forward. If a position has already been established by a national organization of which

WES is a member, this position may be extended to the society via action of the Leaders and board.

## II. Membership

### A. Membership

1. Eligibility: any person sixteen years or older, sympathizing with and willing to support the aims of the Ethical Culture movement and of this society, may become a member by completing a membership application process, completing an orientation to the society, and making a financial contribution.
2. Responsibilities
  - a. Members of the society fulfill an annual financial commitment to sustain the operations of the congregation and contribute their time and talent.
  - b. Friends of the society support WES and its work, but choose not to become a member. They receive periodic WES communications and are eligible to join (but not chair) program teams. Friends of WES are not eligible to vote at membership meetings, hold office, or serve on committees.
3. Changes in Membership Status
  - a. An individual wishing to transition from one status to another – or to withdraw from the society entirely – may do so by notifying a Leader.
  - b. The WES Leaders may re-designate to friend status WES members who do not fulfill the responsibilities of membership.

### B. Committees of the Membership

1. Lay Leadership Development Committee (LLDC)
  - a. Membership
    - (1) One trustee from the board's Governance Committee
    - (2) WES Leaders
    - (3) Three other WES members elected to staggered three-year terms by the membership at its fall meeting.
      - (a) The current LLDC solicits nominations from the WES community; all nominees are placed on the ballot.
      - (b) Vacancies are filled by the membership at its next meeting; committee members so elected serve for the remaining term of the vacated position.
  - b. Tasks
    - (1) Identifies resources to nurture the long-term health and vitality of the congregation's lay leadership pool
    - (2) Speaks with new members about congregational needs and the opportunities and rewards of volunteer service
    - (3) Conducts or facilitates regular leadership training opportunities focusing on the qualities of good leadership and the development of competencies
    - (4) Familiarizes interested members with the various leadership positions in the community and describes opportunities for service
    - (5) Nominates candidates for election to the board. In this task, the Leaders serve in an advisory capacity.
2. Community Relations Committee

- a. Membership: four WES members serving in staggered two-year terms with a limit of two terms per ten year period. Every year the board appoints two members to the committee from a pool of four candidates proposed by the Senior Leader. Every year the Senior Leader and committee members together choose a chairperson for the committee.
- b. Charge: Foster a congregation-wide culture of open, honest, and healthy communication about all topics—including difficult or conflictual ones—as a core value of the WES community.
- c. Tasks
  - (1) Support and implement activities to carry out the charge.
  - (2) Provide an annual overview report to the membership at the time of the spring membership meeting, presenting recent activities, status and achievements, and upcoming plans.

### 3. Endowment Committee

- a. Membership: three non-trustee WES members appointed each October by the board with the consent of the Leaders to staggered three-year terms plus a staff member serving in an advisory role. The board fills vacancies on the committee as needed. Members may only serve two consecutive terms.
- b. Tasks: the committee manages the WES Vision Fund and approves disbursements therefrom, subject to the approval of the board.

## C. Meetings of the Membership

- 1. The membership meets not less than twice per year to address the affairs of the society requiring the attention of the membership as a whole. Every September the board appoints a WES member to serve as moderator for the fall and spring membership meetings; a moderator may be reappointed up to two times.
- 2. Scheduling and Planning:
  - a. Routine Meetings are scheduled by the moderator with the consent of the board and Leaders. Not less than 60 days prior to each meeting, the moderator announces its date, time, and location and solicits agenda items. The moderator distributes a proposed agenda and supporting documents not less than 14 days prior.
  - b. Special Meetings can be called by the board or via a petition containing the signatures of 10 WES members or 10% of the WES membership, whichever is greater. Upon verification of a petition's validity by the board secretary, the moderator schedules the special meeting to occur not less than 10 and not more than 60 days after receipt of the petition. Not less than 7 days prior, the moderator announces its date, time, location and purpose.
- 3. Conduct of Meetings
  - a. The moderator presides.
  - b. A quorum is achieved when ten percent of the voting membership is physically present.
  - c. At the start of each meeting the membership elects a parliamentarian and a recorder.
  - d. Decisions are made employing a democratic process that gives due consideration to all views present. Unless delineated otherwise herein or in the WES Bylaws, all decisions are made by majority vote.
  - e. A special meeting's topic is limited to the purpose for which it was called.
  - f. The recorder takes meeting minutes noting only main motions. The recorder distributes a set of draft minutes to the membership within two weeks of the meeting and ensures that they are stored in an accessible central repository.

### III. Board of Trustees

#### A. Membership of the Board

1. Eligibility: any WES member not on the society's payroll
2. Nomination and Election
  - a. Trustees are elected by ballot at the spring membership meeting. Trustee terms are two years, with three trustees elected in odd years and four trustees elected in even years. Trustees may serve a maximum of six years in a row. The board term commences on the third Sunday following the election.
  - b. Not less than two months prior to the election, the LLDC announces to the congregation that it is seeking candidates. Not less than 35 days prior to the election, the LLDC publishes a list of qualified nominees.
  - c. Additional nominations may be made up until 21 days prior to the election, via petitions containing the signature of the nominee plus the signatures of an additional ten WES members or 10% of the WES membership, whichever is smaller. The LLDC verifies the eligibility of petition nominations and the validity of presented petitions.
  - d. Ballots containing (1) the LLDC's list of nominees and (2) any petition candidates are distributed to members 14 days prior to the election. Ballots may be mailed to the WES office, placed directly into the ballot box, or handed to the membership meeting recorder prior to the counting of ballots at the spring membership meeting.
  - e. Openings are filled by the trustees receiving the highest number of votes; if an inter-election vacancy produces open positions of different durations, they are filled according to length of term: the longest term is filled by the candidate receiving the most votes, and so on.
  - f. If there are fewer nominees than open positions, a supplemental election is held at the membership meeting. If the position cannot be filled in this manner, it is filled according to the board's provisions for filling a vacancy.
3. Resignation: trustees may resign upon written notice to the board president.
4. Removal: A trustee who is not appropriately helping the board meet its responsibilities is subject to removal. Removal may be enacted by a two-thirds majority vote of the board or membership.
5. Vacancies: the board fills any vacancy that occurs more than two months prior to the next regular board election. The board solicits one or more nominees from the LLDC and appoints one to serve until the next regular board election.

#### B. Responsibilities

1. The board serves the WES mission as established by the membership in the statement of purpose. The board oversees WES's affairs and acts on the membership's behalf between membership meetings.
2. Trustees hold legal responsibility for WES. They act responsibly to fulfill their fiduciary duties to the membership and comply with all applicable policies. They disclose and address conflicts of interest.
3. Delegation, monitoring and evaluation: the board may establish policies that delegate responsibility for administration and programs. The board monitors compliance with these policies through observation, regular Leader reports, and feedback from the membership. The board conducts Leader performance reviews as outlined in the bylaws.
4. The board is responsible for its self-governance; it ensures that new trustees are carefully oriented and conducts periodic self-evaluations. Trustees model right relations.

- C. Board leadership roles: each year, the board elects its members to serve in various roles for a term not to exceed one year. At a minimum, these roles include a president, a secretary, and a treasurer. These roles cannot be held by the same person. The board delineates the responsibilities of the various roles.
- D. Meetings
  - 1. A quorum of five trustees is required to conduct a meeting of the board.
  - 2. The board advertises to the WES membership its upcoming regular meetings. After each meeting, the board makes minutes available as soon as possible, preferably at least several days prior to the following meeting.
  - 3. Board meetings, except executive sessions, are open to all WES members.
- E. Committees
  - 1. Governance Committee: supports lay leader development, facilitates effective board self-governance, monitors applicable policies, and facilitates policy amendment as needed.
  - 2. Financial Oversight Committee: facilitates the board's performance of its financial oversight duties; chaired by the treasurer.

## IV. Staff and Programs

- A. Leaders of the Society
  - 1. Selection: the membership elects a search committee nominated by the LLDC from among the members of the society. This committee conducts a search and recommends its candidate to the board of trustees and upon approval by the board, to the members. After having opportunities to meet the candidate, the membership votes whether to extend a call to the candidate at a special membership meeting convened for that purpose. An 85% supermajority is required. If not already certified by the AEU, the newly called Leader pursues certification promptly.
  - 2. Employment Agreement: the board of trustees establishes an employment agreement with the new Leader. Salary and housing benefits are reviewed annually.
  - 3. Role: the Leaders are responsible for the programs, ministry, and mission of the society as specified in their employment agreements. Leaders deliver platform addresses, guide seasonal celebrations, preside over ceremonies marking stages of life, provide pastoral care, conduct religious education, and perform other services as are customarily performed by members of the clergy. Leaders represent the society and express its views to the public and other organizations while retaining the latitude to speak for themselves on matters of conscience. The Senior Leader (or sole Leader) serves as head of staff. Leaders appoint/retire members of ministry teams in areas under their purview.
  - 4. Dissolution of Employment Agreement: a Leader may resign with at least three months' notice to the society. The membership may dissolve its connection with a Leader by majority vote at a special membership meeting convened for that purpose, giving at least three months' notice. Provisions regarding the above are stipulated in the Leader's employment agreement.
- B. Programs
  - 1. The Leaders guide the creation and implementation of mission and programming ministry. The Leaders work with paid staff and volunteers to accomplish this work.
  - 2. Mission and programming ministries reflect the values and aspirations of the Statement of Purpose.
  - 3. The Leaders conduct program evaluation at least once per year.

## V. The Centrality of Relationship

- A. Right Relations: relationships are the cornerstone of our faith, and our ability to navigate the challenges found in relationship is central to our work together. The board ensures a grievance process that honors right relations.
- B. Inclusivity and Diversity: the society strives to foster a climate of purposeful inclusion of all people. We value the diversity of racial and cultural identity and background, nationality, sexual and affectional orientation, gender identity and its expression, religious background and belief, marital status, family structure, age, mental and physical health and ability, political perspective, and educational and class status.
- C. Board-Leader Partnership: The board and the Leaders have a rich and complex relationship that calls for attention and nurturance. Trustees and Leaders work closely together in an atmosphere of mutual respect and trust. As shared leaders in the community, the board and Leaders keep each other informed of and engaged with key aspects of congregational life. The Leaders are not technically members of the board, but attend its meetings and retreats and typically take part in executive sessions. The specific nature of the Leader-board relationship varies depending upon the context. Leaders report to the board in their program areas and rely upon the board for constructive evaluations of their performance. On the other hand, the board and Leaders work together as equal partners in matters of strategy, vision, and discernment. When it comes to matters that fall more narrowly within the board's or Leaders' purview, each make themselves available to the other as resources and advisors.

## VI. Relationships with External Organizations

- A. National Religious Organizations
  - 1. Memberships
    - a. WES is a member of the American Ethical Union and participates in the formation and implementation of its policies. It supports the Ethical Movement in partnership with other Ethical Societies and with the AEU.
    - b. WES may join or affiliate with other such organizations (or reverse these actions) by a majority vote of the members present at a duly called membership meeting.
  - 2. Representation at governing assemblies
    - a. The Leaders of the society and the President of the WES Board of Trustees are authorized by virtue of their offices to represent the society.
    - b. Other WES members may serve as delegates
      - (1) Delegates are nominated by themselves or by the LLDC and approved by the Board with the consent of the Leaders.
      - (2) Delegates make a good faith effort to solicit the views of the WES membership on business slated to come before governing assemblies.
    - c. Within three weeks of the conclusion of the assembly, the WES delegation publishes for the WES membership a summary of business transacted and decisions made.
- B. Other Organizations: WES is represented by the Leaders or their designees.

## VII. Amendments

The WES Constitution may be amended by a two-thirds vote at a duly called membership meeting.