

Constitution of the Washington Ethical Society

Ratified 9 June 2013 – Amended 3 May 2020, 7 June 2026

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

The membership is the ultimate authority and governing body at WES. The WES community engages periodically in Society-wide discernment processes at three levels, focusing on broad statements of identity and/or purpose, multi-year goals, and annual plans. Other types of discernment include the creation or modification of ethical position statements and the approval of an annual budget.

A. Statements of identity or purpose

1. Purposes: Identity and/or purpose statements (e.g., mission statements, vision statements, statements of purpose, statements of congregational ends) distill the deeply-held values our members share and remind us what WES is and aspires to be. They guide our goal-setting efforts, help us apply ethics in our individual lives, and provide a framework for our collective actions.
2. Timing: No later than the start of the tenth year since the previous broad discernment process, the Leaders and Board initiate another process, open to all members of the WES community, to revisit questions regarding WES's identity and/or purpose. Such a process may also be initiated by a vote at a regular or special membership meeting.
3. Approval: Adoption of an identity or purpose statement requires an 80% approval vote at a regular or special membership meeting.

B. Multi-year goals

1. Purposes and scope: Multi-year goals guide allocations of WES's human and financial resources for a period of three to five years. A process to discern multi-year goals is open to all members, and allows sufficient time for participants to reflect together on WES's current statements of identity and purpose, WES's resources and needs, and the opportunities and needs of the broader society. To guard against unrealistic goals, the

results of the process should include at least initial plans for achieving the goals.

2. Timing: Under normal circumstances, a goal-setting process occurs before the end of the time period covered by the prior process, so that multi-year goals are always available to inform annual resource decisions.

C. Annual plans

Each year, the Board and Leaders convene a group, including other staff and invited members, to develop plans for WES to implement the current multi-year goals during the following program year.

D. Ethical positions

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.

E. Budget approval

At the spring membership meeting, attendees vote on a budget for the next year, presented by the Senior Leader. Typically, the Senior Leader's budget carries the endorsement of the Board; if not, the Treasurer presents an alternative budget. If the meeting ends without approval of a budget by the membership, contingency plans specified in the Bylaws go into effect; those plans involve the creation of an interim budget and the scheduling of additional opportunities for members to approve a budget.

II. Membership

A. Membership

1. Eligibility: any person sixteen years or older, sympathizing with and willing to support the aims 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 the Senior Leader.
 - b. The Senior Leader 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) Three other WES members (other than staff) elected to staggered three-year terms

by the membership in conjunction with its fall meeting.

- (a) Not less than 35 days before the meeting, the current LLDC solicits nominations from the WES community; nominations must be received no later than 21 days before the meeting. Not later than 14 days before the meeting, ballots are distributed containing all nominees who are eligible and willing to serve on the LLDC. 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
- (6) Conducts elections of Board trustees, in accordance with the requirements specified in Section III below, as well as elections to the LLDC itself, in a manner that gives all WES members access to a ballot and ensures integrity of the voting process and anonymity of members' votes
- (7) Maintains an Election Procedures governance document that is available to WES members at all times on the same basis as the WES Constitution and Bylaws.
- (8) Proposes changes to election procedures specified in the Election Procedures document, including the methods for distributing and collecting ballots and for identifying election winners (traditional plurality voting, ranked-choice voting, etc.).

To take effect for a given election, notice of the proposals must be given to the members not less than two months before the membership meeting that ends the voting period.

If challenged by a petition signed by ten or 10% of WES members, whichever is smaller, submitted no later than 35 days before the meeting, the changes do not go into effect for that election. Challenged proposals may be approved for subsequent elections by vote of the membership at the meeting.

- (9) The LLDC is responsible for the development, administration, and revision of all policies and processes related to election of Trustees to the Board in ways consistent with the Constitution. These policies and processes will be posted on the WES website.

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 team.

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: the board, with the consent of the Senior Leader, appoints non-trustees to serve on the committee. A staff member may serve in an advisory role.

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 in conjunction with 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 meeting.
 - b. Not less than two months prior to the meeting, the LLDC announces to the congregation that it is seeking candidates. Not less than 35 days prior to the meeting, the LLDC publishes a list of nominees it believes are capable of serving as trustees.
 - c. Additional nominations may be made up until 21 days prior to the meeting, 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 made available to members 14 days prior to the meeting. Voting ends as specified in the Election Procedures. The LLDC communicates the election results to the membership within 24 hours of the end of the meeting.
 - e. 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 current statements of identity and/or 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 participates in annual Leader performance reviews.
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, an information officer, 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.
3. Personnel Committee: works closely with the Senior Leader on matters of personnel policy.

IV. Clergy Leadership

A. Status: Leaders are part of the WES staff. The Senior Leader (or sole Leader) serves as head of staff and reports to the Board.

B. Selection: To call a Senior (or sole) Leader, the membership elects a search committee of at least five people 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. Other clergy Leaders may be called with Board approval and an 85% supermajority vote at a special membership meeting. If not already certified by the AEU, the newly called Leader pursues certification promptly.

C. Employment Agreement: the board of trustees establishes an employment agreement with the new Leader. Salary and benefits are reviewed annually.

D. Roles

1. In general: Guided by the values and aspirations discerned by the membership, the Leaders are responsible for WES's programs, ministry, and mission, as specified in their employment agreements. The Leaders guide the creation and implementation of specific programs and continually monitor the health and effectiveness of those programs. They work with other staff and volunteers, appointing and retiring volunteer members of ministry teams in areas under their purview.
2. Tasks: 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. As head of staff, the Senior Leader has additional duties related to administration and finances (including the preparation of the annual operating budget), and provides the Board with a brief monthly report on the society's affairs, noting any time-sensitive matters requiring the Board's awareness or action.

3. **External Representation:** 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.

E. 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.

V. Programs and Management

WES's programs, broadly defined, are implemented through its activities and groups to serve one or more of these purposes:

- Service to the external community through ethical advocacy, direct service, and fundraising (e.g., Share the Plate);
- Service to the WES community and members—for example, through platforms, education, social events, discussion groups, pastoral care, and the community relations pact; and
- Stewardship of WES as an institution—for example, through fundraising, building maintenance, fair and effective personnel policies, financial management, and discernment processes to renew and refresh the reasons for WES to exist.

The roster of programs changes over time in keeping with the needs, interests, and resources of the community.

VI. 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 the Senior Leader attends its meetings and other Leaders may be invited to do so. The specific nature of the Leader-board relationship varies depending upon the context. 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 a Leader's purview, each makes themselves available to the other as resources and advisors.

VII. Relations 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 provides the WES membership a summary of business transacted and decisions made.

B. Other Organizations: WES may join or affiliate with (or leave or disaffiliate from) other organizations by a majority vote of the members present at a duly called membership meeting. WES is represented by the Leaders or their designees. At the discretion of the Leaders or Board, WES may cooperate with organizations of which the society is not a member or affiliate.

VIII. Amendments

The WES Constitution may be amended by a two-thirds vote at a duly called membership meeting. Copy-edits—that is, non-substantive changes such as corrections to errors in spelling, punctuation, grammar, cross-references, or formatting—are not amendments; the Board may make such changes on its own, notifying the membership of them in writing within 30 days.