

Minutes for St Lydia's Governance meeting # 7 – 8/27/12

Present: Charlotte, Emily, Heather, Jeremy, Phil, Richard

Sang "Jesus we are gathered"

Read and reflected on Ephesians 4:25-5:2

So then, putting away falsehood, let all of us speak the truth to our neighbors, for we are members of one another. Be angry but do not sin; do not let the sun go down on your anger, and do not make room for the devil. Thieves must give up stealing; rather let them labor and work honestly with their own hands, so as to have something to share with the needy. Let no evil talk come out of your mouths, but only what is useful for building up, as there is need, so that your words may give grace to those who hear. And do not grieve the Holy Spirit of God, with which you were marked with a seal for the day of redemption. Put away from you all bitterness and wrath and anger and wrangling and slander, together with all malice, and be kind to one another, tender-hearted, forgiving one another, as God in Christ has forgiven you.

Therefore be imitators of God, as beloved children, and live in love, as Christ loved us and gave himself up for us, a fragrant offering and sacrifice to God.

Some open issues from last meeting and general points:

At the Church planting training Emily just attended, it was encouraged to keep our governance system loose -- no need to pin anything down (bylaws, constitution) -- until we organize formally a few years down the road.

Membership question – Claimed committee in the Synod, which Emily is leading, is tackling this issue; maybe we can hold that conversation and come back to it after the synod deals with it and use the work that group will do.

Phil answered a few questions about legal board structure (ie., what the state requires in terms of a church's officers):

- The requirement is 3 officers. President, Treasurer, Secretary. Vice-president is not required, though strongly recommended.
- They cannot serve in name only. They have legal responsibilities to the organization: the duty of care -- acting prudently -- and the duty of loyalty -- putting the interests of the corporation before their own.
- While there's a lot of leeway for not knowing better, there is the real potential for liability if there's a problem and it is clear that a board member knowingly neglected their duty as a

caretaker of the organization.

- It appears there is no way around the liability potential for board members. What all boards do is maintain liability insurance: general liability, employee coverage and directors & officers liability.
- The board can include members paid by the organization. There are two limits:
 - The 49% Rule – less than half the board can be paid or have family members who are paid.
 - The Self-Dealing Rule – if a boardmember is to do some paid work for the organization: a) it must be in the best interest of the org; b) it must be a fair and reasonable deal; and c) all details of the transaction and potential conflict must be known to the board and they must formally approve it.
 - In addition, orgs may prohibit certain types of conflicts or require Board members to disclose potential of them. A well-drafted conflicts of interest policy can be helpful.

Reread what we agreed on at the last meeting:

- Our decision-making body is called the Leadership Table.
- It is not large-six to nine people.
- It meets six times a year.
- It has a chair.
- The chair (or someone) and the pastor make an agenda and facilitate the meeting.
- People are called to leadership through the discernment process
- Some people on the leadership team are focused on specific areas of ministry.
- Requirements to be on leadership table: attendance, engagement, tithing.
- There will still be a community meeting, at least once a year--time for sharing/presenting to the community and also listening to the community.

New business

Our main focus tonight is conflict, decision-making and moving through it – consensus, unanimity and the 2-stage discernment process we've been discussing as a decision-making method.

First, Emily read from Rick Fabian's (a member of our Advisory group) suggestions on the subject on an advisory group phone call several years ago:

- *everyone needs to feel heard*
- *needs to be clear who's a member in the process*
- *"the standard pitfall is that people on the boundaries of the group tend to dominate over the group leadership"*
- *the group tends to give power to people on the edges to try and keep them in the group.*

So the ones who are least sure of what they're doing get the final say in what the group is doing.

- *to have people saying "yes I am in the group," and showing up to meetings"*
- *need to have a clear way of reporting what's been decided*
- *most important thing in a consensus is not that everybody agrees, but that everybody says "I can go with this."*
- *they can't, they can leave the group decision*
- *group needs to feel that they CAN make a decision even if some people don't like it.*
- *task oriented vs. process. "We'll make a decision at 6:00"*
- *Part of the beauty of community is that we don't need to homogenize everything; folks will have different opinions, and that's good! dissonance is one of the things that makes music beautiful (Rick)*

Discussion: consensus vs. unanimity

- Differences, different opinions, and disagreement can be good. Groupthink is not a good thing
- In the example of one person holding the group back from affirming gay marriage, an individual is being privileged over the group, against the health of the body.
- In Lydia's 2-stage process, one person voted no consistently but there was a lot of consensus -- there was grieving by those who were not Lutheran by identity. Two-step process allowed for grieving.
- "It worked so well -- in straight up vote I would have been a no, but I was able to go through the process."
- After consensus is sought, what is the vote rule?
 - Two-stage was simple majority after everyone had been heard
- Ritual, something physical to acknowledge a decision has been made, that we say as a community, "Yeah."
- We have certain aspirations to be a unified group, and our higher knowing says we're together -- what happens when we say that but some people don't have the same voice, same privilege? Those who have an easier time think, "Yeah, we're all in this together!" but others may feel apart -- because of shame, money issues, for example -- not an issue for us, but that can be an issue. It is good and true to call us a community even so.
- That guy who was not agreeing was speaking to a part of where the group was at.

There's something to be said in consensus for asking, Where are we really?

- At what point do you decide, tabulate, go to a vote? Can we avoid using the language, "We're taking to a vote"?
- In another experience from those present: The minority didn't succeed and it was really awful. A quarter of the group left.
- In *Art of the Start* it says people in startups are reticent to fire people. Sometimes it's healthy to say they're in the wrong situation. Make the move forward without them; better for the group and for them. A pruning thing – maybe this isn't the best fit for them.
- When you have supermajority voting, a minority can hold out for the vote, knowing they'll be able to stop it. No incentive to find consensus. Best is consensus, then simple majority fallback
- Built-in consensus with seeking a sense of the group with just assenting; as soon as the group doesn't agree, then you kick in 2-stage process.
- Good idea also for chair to suggest a minute, to define the conversation. But if no agreement then right into 2-stage process.
- Is this process just for community meetings or also leadership team meetings?
 - Most things at leadership table will be handled more simply, but in a similar process.
- Voting with a consensus mentality --
 - two-stage is like turning consensus into voting -- ways to get people oriented towards needs of the group rather than their opinion
 - Building in the notion in a decision that the first priority is the health of the group
- Being nice is sometimes not the best way to help someone sometimes boundaries are helping them.
- A concern of avoiding a decisionmaking process that leaves people behind -- What if the majority is wrong about where the person is at. Like Jesus (haha).
- We also strongly value hearing everyone. We seek to hear and value the voices of all individuals in the community while putting the health of the body first -- whatever best empowers the body to follow Christ.

- Build in "trap doors" so voices from the margins, prophetic voices, have a way of coming through.
- In the Rule of Benedict, any monk can speak because the spirit can speak through anyone in the community.
- Important for the leadership team to understand that we're doing the best we can but we're probably screwing up sometimes. Humility -- we're just a bunch of fools trying to do the best we can to discern God's will.
- What about extra things? Surprises? Some other issue comes up while discussing something? A minority or a lack of clarity?
 - Leaders need to be empowered to practice improvisation -- to maybe to pause and move to new issue. Leaders of meeting discern if it's urgent.
 - The chair - pastor combo discern that.

We agreed:

We don't want unanimity.

We don't need pure consensus.

We want big decisions to have the majority of the community, going to 2-stage if consensus fails.

Discussion: How do we decide to go to to the full community with an issue?

- The Leadership Table decides if something needs to go to the full community.
 - A mechanism that the community can call a community meeting in exceptional cases.
- An issue is on the table. At some point, we go to 2-stage; does everyone speak again, and then again, and again?
 - People should be encouraged to share only if someone feels moved to share

something different from what they've already said.

- Or chair may say we should wait -- if there is no due date on a decision, then we can defer.
- About a proposal: Is there any discussion? If no discussion, then consensus.
- Not many decisions coming to community meeting that aren't huge. Even if someone hasn't joined in discussion -- some people are quiet, not sure about speaking in the group -- they still may not agree.
- In Quaker consensus practice, before moving forward the clerk asks: "Is it the sense of the meeting that we do this?" So even if someone hasn't spoken up to discuss, they can express their concern then.
- Plenty of space, silence -- not just discussion and go. Open discussion, then silence, then ask how everyone is feeling about moving forward.
- We're all here to listen to God.

Going Forward

Emily will write draft of everything we agree on. To incorporate theological writing. Good for Emily to do that work. Some language to start with and edit. Hard for groups to write. Will bring this document for next meeting and send in advance.

September	Group revises draft
October	PM and congregants take draft to Synod; continued revisions discern Table Leaders
November	Present to congregation, affirm Table Leaders, vote on PM salary
December	Table Leaders are installed
January	First meeting of Leadership Table
Ongoing	discussion of membership, purpose statement, bylaws and constitution

Before initial Leadership Table is announced, some kind of announcement that people should talk to Emily if they're interested.

Silence.

Prayer of the faithful.

We closed with singing "Jesus we are gathered" again

