

UUCR Policy Manual

Approved on November 14, 2017
by the UUCR Board

Last Revised by Board on _____

Table of Contents

Definition of Key Terms

Section 1 – UUCR Board-related Policies

- 1a. Philosophy of Governance
- 1b. Roles of Church Officers and Non-voting Board Members
- 1c. Board Pledge and Covenant
- 1d. Board Agenda Setting Policy
- 1e. Board Committees
- 1f. Board Conflicts of Interest
- 1g. Discipline and Removal of Board Members

Section 2 – Delegation Policies

- 2a. Delegation of Authority
- 2b. Delegation to Others
- 2c. Care for Members and Guests
- 2d. Care of Staff
- 2e. Care of Resources
- 2f. Asset Protection
- 2g. Board-required Reports
- 2h. Minister, Board, and Committee Assessments

Definition of Key Terms

Unitarian-Universalist Church of Roanoke (UUCR) : The Unitarian-Universalist Church of Roanoke is a non-profit, church corporation founded in 1954, and incorporated in 2005. UUCR is operated according to the terms of its Articles of Incorporation, its bylaws, and the laws of the Commonwealth of Virginia.

Affirmation: The process by which the Board, after an initial review of a policy drafted by the Governance Task Force (GTF), approves the release of the draft policy for wider discussion and review.

Congregation: The Congregation, which is the highest governing authority in UUCR, is composed of members who are eligible to vote when gathered and voting at a duly called congregational meeting. Rules for membership, voting, and official meetings are set forth in the UUCR bylaws.

Committee: A group that does its work primarily for the Board. A committee takes assignments from the Board, and reports directly to the Board.

Core Values: Core values are those values and behaviors that the Church intends to honor in all of its endeavors. The Unitarian Universalist Principles are an example of core values. The question, “What principles do we intend to observe, no matter what?” helps lead to the discovery of core values.

Discernment: According to the American Heritage Dictionary, one definition of the word discernment is “to act with insight and keen judgment.” Most simply put, discernment is the practice of asking the question: “What should we do, and why?” It is an intentional process of seeking the deeper meaning that guides our decisions. Given what we believe about our place in the world, how should we use our resources, and what should we be doing? “Discernment includes all that a congregation does to discover and articulate its mission...A core part of the Board’s responsibility is to discern and articulate just what the mission is.” Until a question is resolved, it may remain an open question.

Governance: Governance is a collective, democratic process that produces lasting policies designed to direct many individual decisions. It is best accomplished through meetings of democratic or representative bodies, including the Congregation, Board of Directors, and and Board committees. The Board of Directors, under the leadership of the President, is responsible for leading the governance of the Church.

Ministry: Ministry is the practical work of the Church, and consists of continually choosing means and methods, allocating resources, hiring staff, recruiting volunteers, and giving them leadership and support that will enable them to serve the mission of the Church effectively. Ministry is best accomplished through empowered teams of people who share a sense of calling to particular forms of service. The Minister, as the called spiritual leader and designated leader of the ministry teams, is responsible for directing the Church's ministry in accordance with Board policies.

Ministry Teams: The ministry teams include all people, both paid and volunteer, who carry out the work of the Church on a day-to-day basis. The ministry teams include the vast majority of the members of the current committees and paid staff. If a group's work produces or supports a program or activity, especially if it works primarily with a staff member, it is called a ministry team.

Mission: The Church's mission is the good that the Congregation means to do, whom it hopes to serve, and how. It answers the question, "Whose lives do we intend to impact and in what way?"

Open Questions: Open questions are questions that are significant to the Church's strategic plan but do not, as yet, have answers. Open questions call for a wider, longer conversation than the discernment process used to create the annual vision of ministry can accommodate, and invite congregational conversation before a decision is made.

Policy-based Governance: Our proposed structure is designed to clarify that the Board's role is to define the mission and priorities of UUCR, while the staff's role is to fulfill the mission through executing programs with the help of our members. The primary way the Board will oversee the staff's work in executing our mission is through the creation of policies that provide limits and expectations to the staff. That is what is referred to as "policy-based governance."

Strategic Plan: The strategic plan contains the Church's longest-range plans. A strategic plan answers the question, "What major choices have we made about how we will fulfill our mission?"

Vision of Ministry: A vision of ministry is a statement about what the Church wants to become. It is a star to guide by, an imagined future state of the Church as it becomes a better vehicle to serve our mission. It answers the question, "What will our Church look like if we serve our mission well?"

Section 1 – UUCR Board-related Policies

1a. Philosophy of Governance

The congregation consists of church members, who are the highest governing authority in the church. Members are defined by their eligibility to vote, which is set forth in the church's bylaws. The congregation elects Board members to serve as its governing body and calls a Minister to serve as its spiritual and administrative leader working in conjunction with the Board. The Board, in communication with the congregation, sets policies, establishes a mission, creates a vision, develops a strategic plan, and ensures the church's financial prudence.

The UUCR Board's focus should be on the long-term mission, vision, and well-being of the congregation. The Board governs primarily by:

- Discerning and articulating the mission and vision of ministry,
- Creating a plan with clear goals that fulfill the mission called an Annual Vision of Ministry
- Establishing an annual budget to specifically support the articulated vision
- Creating written policies and procedures to guide the work of staff, leaders and members who carry out that vision
- Evaluating progress toward the achievement of the vision of ministry
- Executing financial oversight to meet its fiduciary responsibility to the congregation, intervening as necessary to assure the church's financial affairs are prudently managed and that its assets are protected
- Promoting transparency, collaboration and inclusiveness in all areas of church leadership
- Delegating responsibility and authority
- Monitoring its own work.

The goal is to have the Board, staff and other lay leaders carry out their work collaboratively and openly, within a framework of clearly articulated roles, accountability, and decision-making authority.

1b. Roles of Church Officers and Non-voting Board Members

The Board President, President-elect, Vice President Finance, Clerk, and three members-at-large (one of whom serves on Personnel Committee) are officers of the church.

1c. Board Pledge and Covenant

The Board pledges to the Congregation to fulfill their duties by:

- attending all Board meetings, if possible
- being fully prepared
- holding ourselves and one another accountable to our bylaws, policies, and covenants
- maintaining a broad, strategic and non-individual vision of the congregation
- being direct, honest and accountable with each other and the congregation; and
- living fully our mission and vision.

Board members will annually adopt a covenant with each other similar to the following:

We, the Board of the Unitarian-Universalist Church of Roanoke, enter into this covenant to honor our common intention to serve the mission of this congregation for the benefit of both our members and the wider world. We also want our working relationship with one another to help sustain each other's well-being as well as our own. Through this covenant and our service, we intend to create genuine community and encourage lives of integrity, joy and service.

We promise to each other we will:

- Be considerate toward one another. We will do this by:
 - Following through on our individual tasks,
 - Being on time for meetings,
 - Arriving prepared for meetings by having thoughtfully read materials in advance
 - Staying on schedule during the meetings so that they end on time.
- Be open, honest and respectful. We will do this by:
 - Considering ideas not our own,
 - Admitting our own mistakes,
 - Granting ourselves permission to state the obvious and ask questions whose answers might be apparent to others,
 - Bringing disagreements or concerns directly to the people involved to maintain a healthy working environment.
- Serve our role to the best of our ability. We will do this by:
 - Remembering that we are working to fulfill the mission, not our personal desires,
 - Maintaining focus on the priorities and goals of the Board,

Being familiar with the church's bylaws, policies, tradition and finances.

- Foster a spirit of patience and courage. We will do this by:
Acknowledging that we each bring unique skills and styles to the work of the Board,
Being willing to disagree with respect.
- Speak with one voice. We will do this by:
Remembering that only the Board as a whole has any power or authority.
Representing and supporting the decisions of the Board regardless of our personal opinions or votes.
- Develop and promote genuine relationships. We will do this by:
Getting to know each other well enough to build trust,
Taking time to have fun, relax and laugh with one another.
- Honor our Faith by
Taking time periodically to engage in shared spiritual study and reflection,
Remembering that as leaders we live out our Unitarian Universalist principles.

1d. Setting Agenda for Board Meetings

To create the monthly agenda for UUCR Board meetings, the Board empowers an Executive Committee consisting of the Board President, the Minister, President-elect, and VP Finance.

The Board agenda will differentiate between items for consent, information, or discussion.

- The information items are presented purely as information for the Board, and not for action or discussion.
- The consent items do not require discussion or debate; for example, accepting reports, approving minutes, and other informational items appropriate to the Board's role.
- The discussion agenda includes major items that need discussion and debate; for example, items that directly relate to the Board's discernment, strategy, and oversight roles. Upon request of any Board member, an item will be moved from the consent agenda to the discussion agenda.

The Congregational Administrator (CA) is responsible for assembling the Board packet, which contains all reports, the Board agenda, and supporting materials. This packet is emailed to each member of the Board, Minister, and program staff no later than three days in advance of the Board meeting.

The Board conducts its meetings and agenda-setting In accordance with UUCR bylaws and Robert's Rules of Order.

1e. Board Committees

The Board may establish Committees to help carry out its responsibilities.

The Board, as a whole, commits to clearly directing all Committees by outlining specific written objectives and restrictions. Initially, the Board shall establish Committees as follows:

- An *Executive Committee* helps the Board focus on its role by maintaining accurate job descriptions for the Board, leading an annual training session for new members of the Boards, organizing the Board's annual evaluation of itself, and other appropriate process monitoring and improvement.
- A *Finance Committee* assists the Board in its oversight of the congregation's finances. Its purpose is to ensure that routine financial reports are clear and helpful. The Finance Committee should hold an educational session at least bi-annually to ensure that Board members have an adequate understanding of the congregation's financial status and goals. Membership includes at least the VP Finance as Chair and the Treasurer.
- A *Stewardship (or Fundraising) Committee* assists the Board by maintaining income-generating activities. These include an ongoing Stewardship campaign, and other fundraisers as deemed necessary to replenish both the operating budget and the endowment funds. Membership of this committee includes at least one Board member.
- A *Personnel Committee* assists the Board in its oversight of the congregation's personnel matters. These include ensuring that the Personnel Manual is up-to-date, annual staff assessments are conducted, job descriptions are reviewed and updated, staff training occurs, and that all staff are performing consistent with Board policies. Membership includes at least one Board member as chair and the Minister.

- A *Shared Ministry Committee* assists the Board in its oversight of the overall health and vitality of the congregation and its ministries. The Shared Ministry Committee consists of six active members selected for three-year staggered terms, with the Minister serving as an ex-officio member. Members of the Shared Ministry Committee may serve no more than two consecutive terms and may not simultaneously serve on the church staff or the Board or, preferably, any other church leadership position.
- A *Nominating Committee* assists the Board by recruiting active members who are willing and able to serve in open leadership roles. The Committee recommends candidates for election to the Board, the Nominating Committee, and the Endowment Committee. It consists of five active members each elected for a two-year, staggered term, with at least two (2) new members elected every year at the Annual Meeting.
- An *Endowment Committee* assists the Board by managing the assets entrusted to them in accordance with Endowment guidelines set by the Board. The four Endowment Committee members are active church members elected at the Annual Meeting. They are selected on the basis of their personal or professional investment knowledge and interest.

1f. Conflicts of Interest

Board members carry out their duties with undivided loyalty to the Congregation and its mission. A conflict of interest exists whenever a Board member or a Relation of a Board member has interests or duties that interfere with the Board member's loyalty to the congregation and its principles.

A Relation is defined as any individual to whom the Board member is related, or with whom the Board member has a close personal, business or political relationship, or any corporation or other legal entity, whether for profit or not for profit, that employs the member of the Board or in which the member of the Board has a substantial ownership interest, or for which the member of the Board is an officer or director.

Conflicts of interest arise when:

- A Board member or relation of a Board member stands to gain or lose financially because of a proposed Board action.
- A Board member cannot set aside his or her personal preferences to vote on behalf of the whole congregation and its mission.
- A Board member faces any other situation that impairs or reasonably appears to impair the independence of judgment of the person.

Further, any action affecting a UUCR employee creates a conflict for such employee if the employee is a Relation of a Board member.

The Board annually requires its Board members to disclose in writing all existing or foreseeable conflicts of interest. Disclosure forms are kept by the Board Clerk, and made available to congregants who request them.

If an item of business arises in which any Board member reports that a conflict of interest may exist, the affected Board member may withdraw or ask the Board for guidance. In the latter case, the Board (minus the affected parties) determines how to handle the situation. Depending on the seriousness of the conflict, possible responses include:

1. Disclosure: The Board member files a supplemental disclosure form, but then may continue to participate and vote as usual.
2. Recusal: The Board member discloses the conflict and withdraws from the meeting while the item is under discussion or voted on.
3. Resignation: The Board member resigns from the Board.

1g. Discipline and Removal of Board Members

If a Board member misses more three consecutive, regular meetings, the President automatically places the question of removal before the Board. Removal is by a three-fourths vote of the Board members present. Other reasons for removal include, but are not limited to, failure to perform his/her duties, repeated serious violations of the Board covenant, or a violation of the conflict-of-interest policy.

Section 2 – Delegation Policies

2a. Delegation of Authority

The Board sets forth in these policies those ministry functions that it reserves for itself and those ministry functions that it delegates to specific entities. All other ministry functions are the responsibility of the Minister, while all governance issues are the responsibility of the President of the Board.

Ministry is the practical work of the Church, and consists of continually selecting means and methods, allocating resources, hiring staff, recruiting volunteers, and giving them leadership and support that will enable them to serve the mission of the Church effectively. Ministry is best accomplished through empowered ministry teams of people who share a sense of calling to particular forms of service. The Minister, as the called spiritual leader and Ministries Leader, is responsible for directing the Church's ministry in accordance with Board policies.

The Minister leads the spiritual, programmatic and administrative work of the church, and has the authority and responsibility to make all operational decisions, adopt administrative policies, and allocate congregational resources, except as specifically limited by these policies.

The President leads church governance, and has the authority and responsibility to make all decisions relative to the effective functioning of the Board and its committees, except as specifically limited by these policies.

In using their authority, the Minister and President may follow any reasonable interpretation of these policies. When the board wishes to reserve powers to itself or delegate powers to other entities, it adopts clear policies to that effect and incorporating them into this policy manual.

2b. Delegation to Endowment Trustees

The Congregation delegates to the Endowment Committee responsibility for prudently managing all invested assets.

The Endowment Committee will operate pursuant to its Board-approved policies and the church bylaws.

The Endowment Committee will issue an annual report each fiscal year, covering investment performance, holdings, contributions received, and disbursements. A monthly summary of holdings and valuations will be provided to the Finance Committee for inclusion in the monthly financial report.

Endowment Policies will be reviewed and revised as necessary every five years.

2c. Care for Members and Guests

The Minister is responsible for taking all reasonable steps to ensure safety for members and guests who take part in Church activities or use Church property.

The Congregational Administrator (CA), under the direction of the Minister, is responsible for the following:

1. **Health and safety precautions.** Ensures that all facilities are maintained in a safe, sanitary, and secure condition, that required licenses and inspections are kept up to date, and that problems are corrected promptly.
2. **Emergency planning.** Maintains written procedures, initially established by the Board, for responding to emergencies such as medical emergencies, fire, toxic conditions, weather problems, threatening communications, power outages, natural disasters, and other circumstances that create or threaten dangerous conditions.
3. **Sexual harassment.** Maintains policies to protect volunteers, agents of the church, members, or participants in Church from sexual harassment. In response to violations of these policies, the Minister or Board, if necessary, takes disciplinary action, which may include termination of membership and/or exclusion from Church property and programs.

The Director of Lifespan Faith Development (DLFD), under the direction of the Minister, is responsible for the following:

Child protection. Establishes clear, written procedures for the selection, training, and supervision of all people who work with persons age eighteen and younger.

The Board is responsible for the following:

1. **Discrimination.** No one acting for the Church may discriminate because of race, color, age, marital status, sexual orientation, gender identity and expression, disability, national origin or ancestry, economic status, union membership, or political affiliation. Religious opinion and affiliation is considered only to the extent that it may (a) be a bona fide occupational requirement, or (b) prevent an individual from being fully supportive of the Church's mission and values.
2. **Universal access.** The Church intends to make its premises and activities reasonably accessible to persons with disabilities by continual examination of our properties, practices, and attitudes.
3. **Whistleblower Policy.** The Church prohibits retaliatory actions being taken against volunteers or any member for any lawful disclosure of information relating to: (a) a violation of any law or local, state or federal rule or regulation, (b) mismanagement, (c) gross waste or misappropriation of Church funds or assets, (d) a substantial and specific danger to public health and safety; or (e) other alleged wrongful conduct. Any person who violates this policy will be disciplined, up to and including, expulsion from Church membership. Allegations of policy violations are referred to the President, the Minister, or any member of the Board.
4. **Conduct.** The well-being, strength, and reputation of our church depend on a sense of fellowship among the members, guests, and staff, which thrives in an atmosphere of trust, respect, and cooperation. The Board will refer to a Covenant of Community for our members, and a policy regarding Disruptive Behavior.
5. **Firearms Policy.** The Church prohibits anyone other than on-duty law enforcement officials from carrying a firearm on UUCR grounds.

2d. Care of Staff

The Minister, under the direction of the Board, is responsible for maintaining a productive and effective staff, for ensuring that its efforts are directed toward fulfilling the Church's Mission and Annual Vision of Ministry, and for compliance by the staff with all Board policies. The Minister ensures that the staff's working conditions are fair, humane, respectful, and professional.

1. **Personnel Manual.** The Personnel Committee establishes a Personnel Policy Manual (PPM), covering matters not specifically addressed in these Board policies to ensure that the church complies with legal requirements and denominational norms for employment practices. The CA assists the Personnel Committee in administration of Personnel policies and procedures of the church.

2. Hiring Process. The Personnel Committee creates and publishes practices for hiring that:

- Establish a high degree of fairness in the hiring process.
- Strive to develop a reasonable pool of candidates for each open staff position.
- Inform and engage stakeholders who will interact with the position.
- Evaluate candidates effectively and ensure appropriate background investigations and testing.
- Notify the Board when a new employee is hired.

3. Hiring Approval. The CA supervises/hires/fires contracted cleaning service workers. The Minister, in collaboration with Personnel Committee, is authorized to hire for any Program staff positions that have budget approval. Program Staff, in consultation with their supervisor, are authorized to hire for any program assistants based on budget approval. New positions or positions that are not in the current budget require Board approval. All Staff employment contracts must be approved by the Board.

4. Annual Performance Assessments. The Personnel Committee ensures that a performance assessment of all employees is conducted annually. Refer to the *PPM* for details of this process.

5. Termination. Prior to discharging a staff member, their supervisor and the Personnel Committee ensures that the proposed decision complies with applicable laws and Board policies. The Personnel Committee notifies the Board when an employee is terminated.

6. Grievances. An internal due-process grievance procedure for paid staff is described in the Personnel Policy Manual.

2e. Care of Resources

The VP Finance:

- Keeps the Board fully informed on a regular basis of the church's ongoing financial status, and informs the Board in a timely manner of any projected deviation of 10% or more from the current approved budget.
- Coordinates the annual budget development process with input from staff, committee chairs, and the Board.
- Does not exceed the total budgeted spending for the year without obtaining Board approval.
- May transfer budget amounts between budget categories provided that total expenditures will not exceed the total budget, other limitations have not been exceeded, and the transferred amount is clearly noted in the financial reports.
- Does not cause or allow expenditures to deviate materially from Board priorities as laid out in the *Annual Vision of Ministry*.

- Does not jeopardize the congregation's tax-exempt status under local, state, or federal law.
- Does not incur ongoing debt or raise the capacity to incur debt on behalf of the church. Only the Board may approve increases to the total borrowing capacity of staff credit cards, changes to lines of credit, or other borrowing in advance. This restriction does not preclude taking out temporary debt (90 days or less) using already approved sources such as credit lines and credit cards.
- May apply for external grants, provided the grants are consistent with goals of UUCR, and do not obligate the Church to expenditures that would jeopardize fiscal integrity. The Board is notified of grant activity, and grants (if offered) must be formally accepted by the Board on behalf of the Church.

The Endowment Committee:

- Invests endowment assets prudently to achieve long-term goals, following Board-approved Guidelines.

Staff members:

- Are responsible for making day-to-day fiscal decisions within the parameters of the annual Church budget.

2f. Asset Protection

1. Financial controls. Finance Policies and Procedures govern the handling of receipts, access to cash and bank balances, approval of expenditures, payment of invoices and other obligations, and management of invested funds.

a. To the degree that it is practicable, the functions of record-keeping, bank reconciliation, and cash disbursements are under the control of persons not related to each other.

b. The Finance Committee reconciles accounting records with financial institution statements as often as those statements are issued.

2. Accounting. The Church's financial records follow accounting practices consistent with bylaw Article VII, Section C.

3. Document retention. Written procedures govern the retention and destruction of the Church's documents, giving definite retention periods for classes of financial, business, pastoral, personnel, and corporate records in both paper and electronic forms.

4. *Insurance.* The Board maintains adequate insurance to protect against property losses at replacement value and liability for injuries to others, less reasonable deductible and/or coinsurance limits. Insurance coverage includes both corporate liability and personal liability of Board members and staff, taking into account pertinent statutory provisions and exemptions applicable to Virginia non-profit organizations. The Board periodically reviews and approves the insurance coverage.

5. *Tangible Property.* The Congregational Administrator and Minister maintain the Church's property and equipment in good working order, subject to reasonable wear and tear.

6. *Intangible Property.* The Congregational Administrator and Minister protect the Church's intellectual property, information, and electronic files from significant damage or loss.

2g. Board-required Reports

The Board monitors and evaluates all Ministry activities. The purpose is to encourage open communication and regular feedback, help the Church focus on its goals, and ensure that Church leaders adhere to Board policies.

- The Minister will provide a written report to the Board prior to the monthly meeting.
- The VP Finance will provide financial statements to the Board prior to the monthly meeting. Financial statements are filed, and made available to any Congregation member.
- The Board may ask groups or individuals to report more fully on the Church's work in a given area, and to contribute expertise, information, and leadership.
- The purpose of these reports is to support the Board's learning and reflection on major areas of the Church's mission, such as worship, religious education, social justice, membership development, and stewardship of UUCR property and resources.
- From time to time, the Board may inquire into specific questions of policy compliance, organizational concerns, or other serious issues by appointing a committee or outside consultant to assess some aspect of Church program or organizational functioning.
- Promptly after the close of the fiscal year occurring during each calendar year divisible by two (or more often if required by lenders or other needs of the Church), the Board will appoint an ad hoc Audit Committee in accordance with bylaw Article VII, Section C.

2h. Minister, Board, and Committee Assessments

It is important to conduct annual assessments of the Minister, staff and the Board itself. Annual assessments are a periodic and formalized aspect of church life, and should strive to emphasize both gifts and challenges. The Board and Minister provide mutual feedback on performance.

The Board will focus on the effectiveness of the Minister's managerial responsibilities. A second focus should be the state of the working relationship between the Board and Minister as it relates to the achievement of UUCR goals and Board Policy compliance. The assessment does not include a review of the ministerial duties. Every three years, the Minister will also receive an assessment that is broader in scope as outlined below.

Every three years, the Minister will be assessed using a process designed to achieve the following goals:

- Call the congregation's attention to the mutual, relational nature of ministry and the respective responsibilities of all who contribute to its success
- Help the Minister remain motivated, creative, and flexible
- Provide the Minister and Board with information needed to correct any existing problems, and maintain an effective partnership in the future.

The Shared Ministry Committee conducts an assessment of the Minister's performance, using congregational data and other sources to present a written report for the Board.

The Minister will focus on the effectiveness of the Board in fulfilling its role, the overall working relationship that exists between the Minister and the Board, and the effectiveness of how policies and feedback are communicated between the Board and Minister.

The Board committees perform an annual self-assessment in conjunction with the President to ensure their ongoing relevance and effectiveness. These results are provided in the Annual Report to the Congregation.