

# **Unitarian Universalist Congregation of Wilmington Church Governance Policy Manual**

**Last Revised June 18, 2020**

## **Table of Contents**

1. Introduction	3
2. The Board of Trustees	3
2.1 Board Mission	3
2.2 Vision	4
2.3 Covenant	4
2.4 Duties and Responsibilities	5
2.5 Board Roles	5
2.6 Board Limitations	6
2.7 Fiduciary Responsibility	7
2.8 Board Meetings	7
2.9 Board Transition	7
2.10 Board Communication with the Congregation	8
2.11 Board Internal Communications Practices	8
2.12 Monitoring	8
3. Minister	9
3.1 Minister's Role	9
3.2 Authority and Budget	9
3.3 Monitoring of Executive and Ministerial Performance	10
3.5 Manuals and Handbooks	10
3.6 Strategic Plan	10
4. Congregation	11
4.1 Fundraising	11
4.2 Using the UUCWNC Name	11
4.3 Duties of the Treasurer	11

# 1. Introduction

The Board of Trustees has created this Church Governance Policy Manual to present all of the governance policies approved by the Board, as required by the UUCWNC Bylaws. The manual covers three main topics. First, the Board's own Mission and Vision, its rules for self-governance and the roles of its officers. Second, the Board's policies regarding the Minister and the Minister's role as the Executive Director of the church. Third, policies concerning the Congregation. This manual is written and maintained by the Board.

In 2015 the Congregation adopted the following Mission. It is the foundational statement of the goals and intentions of Congregation. The Board, as the representatives of the Congregation, governs to achieve the elements of this Mission.

## Mission of the Unitarian Universalist Congregation of Wilmington

- Be a community of individuals who accept and support each other, celebrating our diversity and commonality in a safe and nurturing environment that embraces a wide range of spiritual beliefs and practices.
- Offer diverse formal and informal worship services and forums that cultivate our spiritual and intellectual growth.
- Provide vibrant religious education for youth and adults that encourages free expression of ideas in the search for meaning.
- Engage in social action that promotes justice, freedom and compassion in the greater community.
- Accept our shared responsibility for the health and well-being of our congregation and the larger UU community.
- Foster friendships and fun by gathering for social activities.

Governance policies for the Board of Trustees (Board), the Minister, and the Congregation are described in the following sections.

## 2. The Board of Trustees

The Board of Trustees (Board) is selected by and has authority delegated by the Congregation. As the representatives of the Congregation, the Board developed the following Mission statement which states its intention to govern in order to fulfill the Mission of the Congregation, stated above.

### 2.1 Board Mission

**The Mission of the Board of Trustees is to create, maintain, and promote policy and vision to ensure that the activities and resources of the congregation are effectively and efficiently directed toward achieving the Mission of the Unitarian Universalist Congregation of Wilmington.** (Approved by the Board, September 9, 2017)

The following sections describe the Vision for the church adopted by the Board and the rules that govern the Board operations.

## **2.2 Vision**

A vision provides direction and goals for a congregation. By creating a vision statement the Board performs two tasks. It recognizes important values and characteristics of the church as it is currently. And the Board looks to the future to describe the values and characteristics toward which the church should work. The Board of Trustees approved this Vision on December 13, 2018.

- We are a thriving and dynamic religious community. We focus on the spiritual and social priorities of our congregation and community.
- We are a congregation that is welcoming to all who are in harmony with UU principles and our mission. We embrace our congregation and newcomers and offer opportunities and activities to foster meaningful connections.
- We are connected to and represent the larger UU community, regionally and nationally. We are a voice of liberal religion in southeastern North Carolina and our community. We are committed to the bold profession of our faith in our community.
- We are a teaching and learning congregation. To extend this community to all generations we support and foster robust religious education that includes the spiritual and social aspects of UU principles and teachings.
- Our minister inspires our congregation with both a prophetic and a pastoral voice.
- We are an engaged congregation and encourage and support volunteering. Our congregation is active in social justice efforts. We are a leader in social justice in our community in partnership with other congregations and organizations.
- We are financially sound and solvent and able to provide for the needs of our congregation, its personnel and its physical facilities. We financially support charitable efforts and the UUA.
- We are a generous congregation. We share our faith, resources and time with each other, our congregation, and our community.

## **2.3 Covenant**

The Board of Trustees adheres to the following Covenant in our work together in service to the UUCWNC and its Mission. The Board approved this Covenant on November 10, 2018.

- We will always keep the greater good of the congregation in mind while doing our work.
- We will treat each other with respect.
- We commit to making attendance at meetings of the Board a priority. If a member misses a meeting it is their responsibility to find out what happened.
- We will listen respectfully without interruption or side chats during presentations and discussions.
- No individual may make decisions or commitments on behalf of the Board unless authorized by the Board.
- We stay on task and are mindful of what the Board's responsibility is and what it is not.

- Board members agree not to share Board only discussions outside the Board.
- The Board will speak publicly as one.
- During meetings we will take the pulse of all Board members to assure that all members have been heard.
- We recognize that we are a diverse group with cultural differences.
- We assume positive intent and recognize negative impact; if someone feels offended or misunderstood in a meeting, they are encouraged to express this.
- We agree to share in the work of the Board.

Anyone attending a meeting of the Board also agrees to this Covenant.

## **2.4 Duties and Responsibilities**

The following provides an overview of the role and responsibilities of the UUCWNC Board of Trustees and expectations of individual Trustees and Officers. Per the bylaws, Trustees are elected by the Congregation and must be members of UUCWNC in good standing (implies financial contribution made on record), cannot be paid staff of UUCWNC, and cannot be members of the Committee on Ministry.

All Trustees Shall:

- Attend and actively participate in Board meetings, retreats, and other scheduled work sessions.
- Notify the President when unable to attend or participate in Board meetings and other activities.
- Attend and, as assigned, participate in Congregational meetings.
- When asked, serve as Worship Associate and participate in annual Board-led worship service.
- Serve, when appointed, as a representative of the Board to Congregational teams and other groups. Keep the Board informed of team and group activities, issues, and needs.
- Accept and fulfill responsibilities and action items to support Board operations.
- Communicate regularly to the Congregation on behalf of the Board, including preparing an article for the Beacon.
- Support decisions of the Board.
- Speak for the Board when directed to do so by the Board.
- Actively participate in annual Stewardship activities.

## **2.5 Board Roles**

The bylaws specify that the Board must include a president, vice president, and a secretary. The following text expands on the roles of the Board officers beyond the descriptions in the Bylaws.

- The Board shall not fail to elect officers within the first month of the church year.

- Only the incoming Board can participate in the election of officers for the new Board.

The President shall:

- Convene monthly Board meetings and serve as Chair of the meeting.
- Serve as Chair of the Board Executive Committee.
- Convene at least one Congregational meeting during the Church Year and serve as Chair of the meeting.
- With the Executive Committee, determine and publish the agenda for Board and Congregational meetings.
- Sign documents pertaining to the purchase or sale of property on behalf of the UUCWNC.
- In the absence of the Treasurer, can sign checks.
- Meet and communicate regularly with the Minister.

The Vice President shall:

- Be a member of the Executive Committee.
- Act as President and execute the duties of President in the absence of the President.
- In the absence of the Treasurer, can sign checks.

The Secretary shall:

- Be a member of the Executive Committee.
- Take and publish the minutes of all Board and Congregational meetings.
- Prepare correspondence necessary to support Board operations and activities.
- Keep the official record (notebook) of Board meetings, decisions, policies, and correspondence.
- Placeholder: the Board needs to develop a records retention scheme including technology (or paper) and long-term guidance.

The Executive Committee shall:

- Consist of the President, Vice President, Secretary and Minister.
- Prepare the agenda of the monthly Board meetings.

## **2.6 Board Limitations**

The Board will adhere to the following limitations.

- The Board will not make decisions or take actions that fall under the responsibilities of the Executive Director.
- The Board will do nothing illegal except actions to take a moral stand in line with UU principles.

- The Board members, while representing the congregation, may not advocate for political candidates.

## **2.7 Fiduciary Responsibility**

The Board has fiduciary responsibility for the Church, as per the Bylaws. The Board will fulfill this responsibility as follows.

- The Board will review the Treasurer's reports and monitor the status of the budget.
- The Board will take an active role in stewardship.
- The Board has ultimate responsibility for stewardship.
- The Board will coordinate with groups such as the Generous Life Team and others to organize and run the annual canvass.
- The Board will create a plan in the fall to raise money using projects such as an auction.

## **2.8 Board Meetings**

The Board will follow the meeting guidelines described below.

- The Board shall create a calendar of its meetings for the year when the Board has its initial meeting. Trustees are expected to attend all Board meetings in person, though attendance can be virtual when necessary.
- No more than two absences will be allowed in the course of a Board year.
- A third absence will result in termination from the Board unless otherwise deemed by the Board.
- Attendance is expected at all planning sessions and retreats.
- Visitors are encouraged to attend and observe Board meetings. Visitors who want to speak at a meeting have to inform the Board no later than five days before the scheduled date of the meeting.
- Board meetings and work sessions are planned for two hours. Board members will plan to be on time and to stay for the full meeting or work session. Board members that will be absent will notify the Board in advance.
- Reports for the Board are expected to be submitted to the Board no later than 48 hours before the meeting.
- The Board will hold an offsite retreat within the first three months of the church year.

## **2.9 Board Transition**

The Board will hold a joint session with old and new Board members at the end of the church year. At this meeting, the current and ongoing Board members will provide the new Board members with relevant documents or sets of files. The outgoing and continuing members will support or offer training to use the tools appropriate to the members' new roles.

## 2.10 Board Communication with the Congregation

The Board will maintain open communications with the Congregation.

- The Board shall not fail to have regular communications to the congregation.
- The Board shall not fail to have regular opportunities for dialogue with the congregation.
- The Board will respond to communications from the congregation in a timely manner.

## 2.11 Board Internal Communications Practices

Board members will adhere to the following communications practices:

- The Board members shall not fail to open and read all Board internal communications and respond in a timely manner.
- Internal communications of the Board are for the purposes of the Board and shall not be shared outside the Board.

## 2.12 Monitoring

The Board will review the policies in this Manual according to the following schedule.

Monitoring and Discussion Schedule		
Type of Governance	Area to Review	Schedule
Board of Trustees	2.1 Board Mission	Every year
	2.2 Vision	Every 3 years
	2.3 Covenant	Sept. meeting
	2.4 Duties and Responsibilities	Feb. meeting
	2.5 Board Roles	September
	2.6 Board Limitations	September
	2.7 Fiduciary Responsibility	September
	2.8 Board Meetings	July
	2.9 Board Transition	May
	2.10 Board Communication with the Congregation	November
	2.11 Board Internal Communications Practices	November
	2.12 Monitoring	May
Minister	3.1 Minister's Role	September
	3.2 Authority and Budget	September
	3.3 Executive and Ministerial Performance	September
	3.4 Executive Limitations	November
	3.5 Manuals and Handbooks	
	Building Operations Manual	November
	Personnel Handbook	December



Congregation.	Congregation Policy and Procedures Manual	January
	Congregation Safety Procedures Manual	February
	3.6 Strategic Plan	Every 3 years
	4.1 Fundraising	October
	4.2 Using the UUCWNC Name	July
	4.3 Duties of the Treasurer	July

### 3. Minister

In the following section the Board recognizes the role of the Minister in the church and the need for the Minister to function as the Executive Director of the church with the authority of the Board.

#### 3.1 Minister's Role

- The Congregation will call a Minister as needed, as described in the Bylaws. The Minister will have the responsibilities and perform the duties as listed in the Letter of Agreement. The Board will not interfere with the Minister's performance of the agreed responsibilities and duties.
- The Minister will act as the Executive Director and Chief Executive Officer of the Congregation.

#### 3.2 Authority and Budget

The Board's fiduciary responsibility for the affairs of the church is delegated in the following way to operate and financially plan for the church.

- The Board delegates authority to operate the church to the Minister as Executive Director.
- The Minister will prepare an annual budget and review it with the Finance Committee and present it to the Board for review and approval before the Annual Meeting.
- In the event of emergency (e.g., fire, hurricane, pandemic, etc.), the Minister has the authority to cancel services and close the buildings. The Minister will inform the Executive Committee and, if time permits, try to achieve consensus before finalizing the decision.
- When the Minister plans to be off duty (vacation, sabbatical, medical, etc.), for more than a week (seven days), the Minister will delegate responsibility for operational and congregational needs and provide a written list of coverage to staff, the Board and others on the list.

Should an emergency arise, the church staff or the Board President will use their discretion to determine if the Minister should be contacted. If the Minister agrees to assume responsibility for the emergency, they should inform the Board. However, if the

Minister is unable or does not wish to resume leadership, then the Board President will be in charge and will work with staff and congregational leaders (from coverage list, Board, and Chairs of affected committees) to address the emergency.

### **3.3 Monitoring of Executive and Ministerial Performance**

The Board will monitor the Minister's performance through review of the monthly reports and through other reporting as needed and specified by the Board.

- The Minister shall not fail to make a written monthly report to the Board of the highlights of the policies and accomplishments and challenges involved in the month's performance.

### **3.4 Executive Limitations**

The Board placed the following limitations on the Minister:

- The Minister will not break the law except actions to take a moral stand in line with UU principles.
- The Minister will not deviate from recognized and accepted business practices in the performance of duties.
- The Minister will not deviate from the accepted budget by more than five percent (5%) without approval of the Board of Trustees.
- The Minister, while representing the congregation, may not advocate for political candidates.

### **3.5 Manuals and Handbooks**

The Board requires the following documentation to be maintained by the Minister:

- The Minister will manage and maintain a Building Operations Manual.
- The Minister will manage and maintain a Personnel Handbook.
- The Minister will manage and maintain a Congregation Policy and Procedures Manual.
- The Minister will manage and maintain a Congregation Safety Procedures Manual, including procedures regarding:
  - Active shooter situations.
  - Keeping children, youth, and vulnerable adults safe from sexual abuse.

### **3.6 Strategic Plan**

Within one year of the Board revising and approving its Vision, the Minister will interpret the Vision and create a three year Strategic Plan in line with that Vision.

## **4. Congregation**

The Board has the following policies and guidelines for congregational groups, volunteer groups, and for the Treasurer.

### **4.1 Fundraising**

Fundraising projects must follow these guidelines:

- Cannot be an illegal activity.
- Must be underwritten by the sponsor.
- Must give the sponsor's net revenue beyond expenses to the general fund of the church.
- Or, with prior approval of the Board, the funds can go to a designated fund.
- The Board requires that groups communicate with and receive approval from the Minister.

### **4.2 Using the UUCWNC Name**

The following policies apply to the use of the UUCWNC name:

- The Board shall determine specific uses of the UUCWNC name.
- All usages must support the principles and mission of the congregation.
- The name cannot be used to promote political candidates.

### **4.3 Duties of the Treasurer**

The overall responsibilities and duties of the Treasurer are described in the Bylaws. This section expands on the description in the Bylaws to inform an existing or new Treasurer of the detailed requirements of the position.

- Serve as the Chair of the Finance Committee.
- Prepare reports for the Executive Committee as needed.
- Prepare and disseminate monthly financial reports to the Board and the Congregation.
- Ensure remittance of Federal and State withholding payments monthly.
- Ensure the preparation of all Federal and State tax and other reports (including W-2, 941A, and NC Withholding).
- Shall ensure the preparation and distribution of quarterly pledge update statements for each contributor.
- Shall ensure the preparation and distribution of calendar year total contribution statements for each contributor for their use.
- Present a report to the Congregation on the "state of UUCWNC finances" at Congregational meetings.

- Monitor the completeness and accuracy of all financial data, including pledges, by UUCWNC staff into the accounting system (ICON).
- Oversee the tally, documentation, and deposit of cash and check contributions.
- Make general journal entries.
- Enter credit card payments.
- Sign checks.
- Shall have the authority to delegate responsibilities as appropriate..
- Shall ensure that the proper signature cards are at the bank.