

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

Last Revised June 29, 2022

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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 Board shall follow a governance model that focuses on creating policies and vision for the church, while assigning the operation of the church to the Minister. Board members perform their duties and responsibilities within the context of this model.

The following provides an overview of the roles 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.
- Determine specific uses of the UUCWNC name and images.
- Represent the congregation.

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.
- Assign Board liaisons in the fall (see Appendix A).
- It is recommended that the President be the liaison to the Nominating Committee and, in this capacity, the President should contact the Nominating Committee in January to initiate communication about board openings and other relevant issues.
- At end of the term, meet with the incoming President to pass on relevant information and files.

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.
- Chair the Program Council (see Appendix B).
- At the end of the term, meet with the incoming Vice President to pass on relevant information and files.

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 (paper and electronic notebooks) of Board meetings, decisions, policies, and correspondence.
- Archive and organize all official BOT documents, and subsequent updates, on the church's file storage location.
- At end of term, pass on paper and electronic notebooks to the next Secretary.

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 Board members may act to take a moral stand in line with UU principles.
- The Board members, while representing the congregation at official church activities, 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, unless otherwise approved by the executive committee.
- 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, including an Orientation Handbook.

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 have regular communications to the congregation.
- The Board shall have regular opportunities for dialogue with the congregation.
- The Board shall 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 open and read all Board internal communications and respond in a timely manner.
- Board internal communications shall not be shared outside the Board.

2.12 Board and/or Standing Committees

The Board shall oversee and appoint members to the Finance Committee (see the Bylaws) and the Committee for Ministry (see Appendix C).

The Board Vice President shall chair a Program Council (see Appendix B).

2.13 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 Board and/or Standing Committees	March
	2.13 Monitoring	May
Minister	3.1 Minister's Role	October
	3.2 Authority and Budget	October
	3.3 Executive and Ministerial Performance	October
	3.4 Executive Limitations	November
	3.5 Manuals and Handbooks	
	Facilities Usage Manual	November
	Personnel Handbook	December
	Congregation Policy and Procedures Manual	January
	Congregation Safety Procedures Manual	February
	3.6 Strategic Plan	Every 3 years
Congregation.	4.1 Fundraising	October
	4.2 Using the UUCWNC Name	July
	4.3 Supporting Outside Organizations	March
	4.4 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 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.
- The Minister will ensure that the church is properly insured.
- 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 make a written monthly report to the Board of the highlights of the policies and accomplishments and challenges involved in the month's performance.

In addition, periodic performance evaluations will be conducted by the Committee for Ministry in accordance with the terms specified in the Minister's Letter of Agreement.

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 Facilities Usage 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 prior to commencement.

4.2 Using the UUCWNC Name and Images

All usages must support the principles and mission of the congregation.

- Requests must be submitted to the Board at least one week (7 days) prior to their monthly meeting (less if approved by Executive Committee) and include:
 - Desired action to be taken.
 - Name of organization leading the action.
 - Expected goal by taking this action (i.e. policy change, media coverage, visibility for the cause)
 - Length of time support will be in effect.
 - Congregant or staff member leading this request.
 - Date by which approval is needed.
 - Other relevant information that will support the Board in making an informed decision.
- Once approved, the requesting congregant or staff member must notify the congregation of action taken through the weekly or monthly newsletter.
- The name cannot be used to promote political candidates.

4.3 Supporting Outside Organizations

The following policies apply to providing outside organizations with UUCWNC's financial support, member or staff time, physical or intellectual property.

We may support organizations:

- That hold 501c3 status or a bank account in the name of the organization.
- From other faith traditions if their values are in accordance with the UU principles.
- When following their faith is not a requirement for receiving financial aid or services.
- To fund films, publications, or social media if this project is an integral part of a strategy for social change.
- That provide scholarships.

We will not support organizations:

- That work in opposition to our principles.
- That are for profit.
- That work towards politically partisan efforts.
- That will re-gift our resources to another organization, unless managed by the UUA.

We do not gift money to individuals.

4.4 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.
- Sign checks.
- Shall have the authority to delegate responsibilities as appropriate.
- Shall ensure that the proper signature cards are at the bank.
- The Assistant Treasurer shall ensure completion of a monthly reconciliation.

Appendix A Board Liaisons

Proposal to Establish Board Liaisons

The purpose of assigning board liaisons is to encourage open communication between the Board of Trustees (BOT) and the committees/teams/groups that serve the congregation. This type of communication helps these groups know that the BOT is available as a resource if needed, and also helps the BOT to gain additional insight into the state of the church. Liaisons will be

assigned to each committee/team/group listed in the guide created by the Membership Engagement Team (MET), so that each board member will be a liaison to 3 or 4 groups.

Process for Assigning Liaisons

In the fall, the BOT president will use the MET guide to identify the existing church committees/teams, and will ask BOT members if they have special requests for groups they would like to liaison with. The BOT president will then make assignments. The BOT liaisons should contact the chairs of their assigned committees twice during the year, once in the fall and once in the spring. In the fall, the board members should introduce themselves and encourage the chairs to be in touch as needed. In the spring, the BOT liaisons should ask the chairs for their assessment of how the year has gone. The type of questions will depend on the committee's purpose, but possible questions include the following: what accomplishments are you happiest about; has membership been steady; did your committee keep any data and is there anything you want to report; did your committee generate any revenue; are there any problems, issues, or concerns you'd like to discuss; is there anything the board can do to help you in the future?

Process for Sharing Feedback

Liaisons should be prepared to present summaries of their discussions to the rest of the board. The BOT president will attempt to schedule time at the monthly meetings for these presentations, which should be as brief as possible. However, if time is not available, liaisons may be asked to provide written summaries to the BOT president, who will compile and distribute them.

If a BOT liaison becomes aware of an issue that needs immediate attention, they should schedule time on an upcoming agenda and not wait for the next check-in.

Appendix B Program Council

Proposal to establish a Program Council

The purpose of a Program Council is coordination and communication among the groups/committees whose activities **intersect and overlap as their teams develop varieties of programs and events.**

The Vice President of the Board of Trustees will be the Program Council Chair. The members will be leaders from a designated selection of committees--those which develop multiple programs for congregational participation.

The Program Council's process will ensure that Council members understand the scope and activities of their committees; promote opportunities to collaborate on joint programs and themes; coordinate scheduling for events; be a community for Program Council leaders.

The time commitment will be for two meetings in the fall and one in the winter. This supports coordination as activities are being planned at the start of a church year and then a check-in as the year progresses. Smaller group/working sessions can be added if desired.

So that ALL teams are kept informed, we also propose setting up a group email address for sharing program planning news and ideas. Leaders of ALL committees/groups/teams plus the Minister and BOT will be included in this email group (nameTBD@uncwnc.org) and will receive Program Council meeting reports. Although not directly invited, meetings will be open to all.

As needed, the Council shall review and propose modifications to the Council structure for submission to the Board of Trustees.

Secondary Objectives:

- Potential for streamlining promotion of activities/events to the full congregation.
- Broadened scope of program visibility across teams, staff, Minister, and congregation.

Committees to be Represented in the Program Council:

Board of Trustees - VP serves as Program Council Chair, Caring, Generous Life Team, Lifespan Religious Education, Membership, Membership Engagement Team, Operational Wellness and Support, Quest, Social Justice Advisory Group, Worship

Appendix C Committee for Ministry

Proposal on Committee For Ministry*

12/23/2020

***NOTE: Our Committee *For* Ministry is typically referred to as Committee *On* Ministry in other congregations. We have intentionally selected the word *For* to indicate a committee in support of and partnership with the ministry.**

The purpose of Committee for Ministry (CFM) is to ensure the congregation is living its mission. The ministry of UUCWNC is a shared responsibility among several leadership stakeholders that are central to our mission. Our congregation is most healthy when all these stakeholders understand, fulfill and are accountable for their contribution to the mission.

We can think of the CFM as a sort of a doctor for the church. It performs or orchestrates wellness checks for the various stakeholders that minister to the church’s membership. When there is something not going well in some aspect of the ministry, the committee conducts or orchestrates

intervention to make a situation better. It is important to emphasize that healthy organizations, like healthy people, are examining themselves on a regular basis. Then they use the examination to determine what will make them healthier and stronger. Once in place this becomes a virtuous cycle of self-examination and improvement.

The Virtuous Performance Cycle

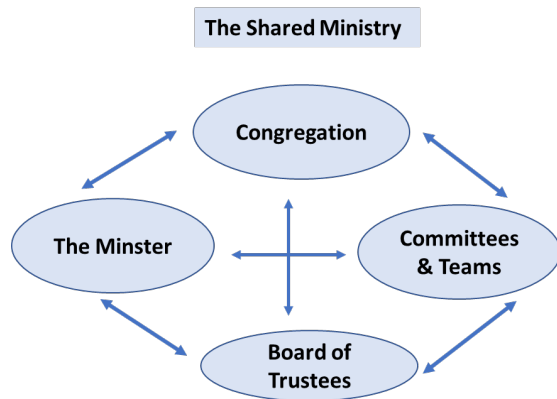


Most simply put, the CFM seeks objective feedback on two questions for each stakeholder in the church’s ministry:

- What do you appreciate about the ministry/what is going well?
- What could we do to improve this aspect of the ministry/what needs some attention?

The Shared Responsibility of the Ministry

Our congregation, like any organization, is a system. The health of the system is dependent upon each stakeholder in the system fulfilling its responsibilities and working productively with other stakeholder. The primary stakeholders in our church's shared ministry include, the Minister, the congregation, church committees & teams and the Board to Trustees.



Our process will include evaluation of and feedback delivery to each stakeholder of the shared ministry. Each stakeholder of the ministry will be expected to create improvement goals and actions based on the evaluation and feedback.

Forming the Committee For Ministry

Our CFM will be comprised of six committed congregants who represent the diversity of views, make up and perspectives of the congregation. The Minister will select and invite two congregants to join the committee. The BOT will also select and invite two congregants as well as solicit self-nominations to join the committee. From the self-nominated congregants, the BOT will select two individuals to join the committee.

The standard CFM term will be for three years. To provide institutional continuity, two members will roll off each year and two new members will join. To achieve this staggered roll off the tenure, the charter CFM members terms will be scheduled as follows:

- 2 members will serve one year terms
- 2 members will serve two year terms
- 2 members will serve three year terms

From the six CFM members, the BOT will invite one individual to lead this effort for the first year. Following the first year, the CFM will annually select its own leader for a one year term.

Assessment Schedule & Process

The CFM will collect and provide feedback for each ministerial stakeholder once over a three year period. The CFM will evaluate the minister first and then determine a schedule to complete assessments of the other ministerial stakeholders over the three year cycle.

The responsibility of the CFM will be to collect, consolidate and deliver feedback from the ministry stakeholders. The UUA offers guidance and sample assessment forms the CFM should consider when performing evaluations. The CFM delivers feedback to ministerial stakeholders with the expectation that each stakeholder uses the feedback to reinforce what it is working well now and what can be improved to help us be more effective as a community in pursuit of our mission. Following delivery of feedback from the CFM, each ministerial stakeholder(s) will be expected in some reasonable period to report back on any actions for improvement they plan to lead.

CFM Role in Problem/Conflict Resolution

Our congregation, like any healthy organization, should encourage open discourse and debate. Disagreements may surface between members of the congregation and ministerial stakeholders that become dysfunctional. In cases where other means have failed, the CFM may serve to facilitate conflict resolution. An exact definition of this process has not yet been developed and is not the initial purpose of the CFM. This role will be deferred until the committee is up, running and feels able to assume this responsibility. We expect the CFM to take on this additional responsibility by its 2nd or 3rd year.

BOT Relationship to CFM

The CFM will report periodically on schedule and progress to the BOT. At the conclusion of a feedback cycle the CFM will share high level of summary of feedback to the BOT. At its discretion, the CFM may approach the BOT for issues that affect its performance and ability to serve its purpose.

