

Unitarian Universalist Church of Greater Lansing

Board Policy Document



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Values

- Wonder and awe
- Love and Compassion
- Courageous Engagement

Mission

Inspired by awe and wonder we:

- Nurture spiritual growth
- Connect in authentic, loving relationships
- Engage in courageous work for peace and justice

Ends

As congregants of all ages, backgrounds, and beliefs, we:

- Travel our life and spiritual journeys with integrity.
- Articulate our Unitarian Universalist faith identity, share it with succeeding generations, and live it courageously in the world.
- Practice gracious hospitality, reaching across all manner of differences.
- Connect in loving relationship and cultivate belonging and inclusion.
- Work for peace, justice, and sustainability, in partnership with the larger community.

- **Definitions**

Ends Policies: written policies that define the desired results, outcomes or benefits that, as a result of all the work done by UU Lansing, should occur for specific recipients or beneficiaries, and at a certain cost or relative priority for the various results or the various beneficiaries.

Governance Process Policies: detail how the board itself functions and describes its responsibility as representative of the owners of UU Lansing.

Board/Senior Minister Relations Policies: detail the separation of board and Senior Minister roles along with the accountability of the Senior Minister to the board.

Moral Owners: are those on whose behalf the board decides what benefits the UU Lansing is to produce. The moral owners of UU Lansing are the past, present and future congregation and those with whom we work to co-create the Beloved Community.

Senior Minister Limitations Policies: show what actions are to be avoided by the Senior Minister while in pursuit of the desired UU Lansing outcomes.

Decentering Whiteness: Decenter the access to power, control of resources, and the ability to enforce cultural values and policies that disproportionately belongs to white people.

Right Relations: how we relate to one another in specific interpersonal relationships, relationships that have a history, that go beyond one or two interactions.

1. Governance Process Policies

The Board of Trustees will ensure, on behalf of the congregation, that UU Lansing furthers its chosen Ends with appropriate use of its resources and avoids unacceptable actions and situations as defined in Church Bylaws and these policies.

1.1. Governing Style

The Board will govern lawfully, observing principles of governance, with an emphasis on (a) outward vision rather than an internal preoccupation, (b) encouragement of diversity in viewpoints, (c) strategic leadership more than administrative detail, (d) clear distinction of Board and Minister roles, (e) collective rather than individual decisions, (f) future rather than past or present, and (g) proactivity rather than reactivity.

Accordingly, the Board will:

- 1.1.1** Be accountable to the congregation for competent, conscientious, and effective accomplishment of its obligations as a body. It will allow no officer, individual, or committee of the Board to usurp this role or hinder this discipline.
- 1.1.2** Direct and inspire UU Lansing through the careful establishment of broad written policies reflecting the congregation's values and the Board's perspectives. The Board's major policy focus will be on the intended long-term impacts outside the staff organization, not on the administrative or programmatic means of attaining those effects.
- 1.1.3** Enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policymaking principles, respect of roles, and ensuring the continuance of governance capability. Although the Board can change its Governance Process policies at any time, it will scrupulously observe those currently in force.
- 1.1.4** Cultivate a sense of group responsibility. The Board, not the ministers or staff, will be responsible for excellence in governing. The Board will be the initiator of policy, not merely a reactor to minister or staff initiatives. The Board will not use the expertise of individual members to substitute for the judgment of the Board, although the expertise of individual members may be used to enhance the understanding of the Board as a body.
- 1.1.5** Be bold in discerning, articulating, and re-evaluating the aspirational goals of UU Lansing toward building and supporting Beloved Community.

1.2. Board Job Description

The Board is elected by and is the voice of the congregation, and as such is charged with ensuring appropriate organizational performance.

Accordingly, the Board will:

- 1.2.1. Act as the governing link between the Senior Minister and the congregation.
- 1.2.2. Provide long-term visioning while in conversation with the congregation.
- 1.2.3. Produce written governing policies that address at the broadest levels each category of organizational decision.
 - Ends: what good for which recipients at what cost.
 - Senior Minister Limitations: Constraints on executive authority that establish the prudence and ethics boundaries within which executive activity and decisions must take place.
 - Governance Process: Specification of how the Board conceives, carries out, and monitors its own task.
 - Board-Senior Minister Linkage: How authority is delegated and its proper use monitored.
- 1.2.4. Assure Senior Minister performance in accordance with governing policies.
- 1.2.5. Actively participate in church life.

1.3. Agenda Planning

The Board will develop and follow an annual work plan that:

- 1.3.1. Re-explores Ends policies with congregants and lay-leaders in regular dialogue,
- 1.3.2. Systematically monitors and reviews Board policies including those set forth in the Board-Senior Minister Linkage.
- 1.3.3. Provides education and enrichment opportunities that enhance Board performance.
- 1.3.4. Provides education and communication to enhance the congregation's understanding of shared-leadership based governance.

1.4. President's Role

The role of the President of the Church, an officer of the Board, is to chair meetings of the Board of Trustees and ensure the integrity of the Board's process and represent the Board to congregants, and occasionally to outside parties.

- 1.4.1 It is the responsibility of the President to ensure the Board proceeds consistently with its own rules and those legitimately imposed upon it from outside the organization.
 - 1.4.1.1 Meeting discussion content will be only those issues, which, according to Board policy, clearly belong to the Board to decide or to monitor.
 - 1.4.1.2 Information that is for neither monitoring performance nor Board decisions will be avoided or minimized and always noted as such.
 - 1.4.1.3 The President is empowered to chair Board meetings, with all the commonly accepted authority of that position.
 - 1.4.1.4 Deliberations will be fair, open, and thorough but also timely, orderly, and kept to the point.

- 1.4.2 The President's authority rests in interpreting the Governance Process and Board-Senior Minister Relationship policies, except where the Board specifically delegates portions of this authority to others. The President is authorized to use any reasonable interpretation of the provisions in these policies.
 - 1.4.2.1 The President will preside at all business meetings of the congregation.
 - 1.4.2.2 The President, as an individual, has no authority to make decisions about Ends and Senior Minister Limitations policy areas. Therefore, the President, as an individual, has no authority to supervise or direct the Senior Minister.
 - 1.4.2.3 The President may represent the Board to outside parties in announcing Board-stated positions and in stating the President's own decisions and interpretations within their authority.

1.5. Secretary's Role

The role of the Secretary of the Church, an officer of the Board, is to ensure the integrity of the Board's record.

Accordingly, the secretary:

- 1.5.1 Records and distributes accurate minutes of Board meetings.
- 1.5.2 Ensures staff has the information they need to maintain the master copy of the current policies, which includes recording amendments and distributing current policies to Board members, the Senior Minister, and the congregation.
- 1.5.3 Ensures that the public announcement of the annual meeting is made in a timely manner and according to the bylaws.
- 1.5.4 Performs other duties as assigned by the bylaws.

1.6. Treasurer's Role

The role of the Treasurer of the Church, elected by the Congregation, is responsible for communicating to the Board the church's financial health and ensures transparency and accountability of church financial records. They fulfill other responsibilities as designated in the bylaws.

1.7. Board Members' Code of Conduct

The Board commits itself and its members to prudent, ethical and lawful conduct in accordance with its covenant, including proper use of authority and appropriate decorum when acting as Board members.

Accordingly:

- 1.7.1 In our governance we commit to practicing kindness, justice and decentering whiteness.
- 1.7.2 Board members must be loyal to the interests of the congregation. When acting in the role of UU Lansing Board member, this loyalty should supersede all other loyalties in order to avoid conflicts of interest.
- 1.7.3 Written policies, adopted by the Board, and church bylaws, will exercise authority over the church. Individual Board members may not attempt to exercise authority over the church.
- 1.7.4 We will work toward consensus in decision making.
- 1.7.5 Members will respect the confidentiality appropriate to issues of a sensitive nature.
- 1.7.6 Members will support the legitimacy and authority of the final determination of the Church Board on any matter and abide by Board decisions, irrespective of the member's personal position on the issue.
- 1.7.7 Members' interaction with public, press, or other entities must recognize the same limitation and the inability of any Board member to speak for the Board except to repeat explicitly stated Board decisions.
- 1.7.8 Trustees are encouraged to continually self-monitor their individual performance as trustees against policies, against the qualifications listed in the current trustee position description, and against any other current Board evaluation tools.

1.8. Committee Principles

The Board may establish committees to help inform decisions and carry out its responsibilities. Committees will be used sparingly to preserve the Board functioning as a whole and will not interfere with delegation from Board to the Senior Minister nor speak on behalf of the Board without prior Board authorization.

Accordingly:

- 1.8.1 Board Committees have no authority over staff.
- 1.8.2 The Board will make clear the direction and scope of the work it is requesting of committees.
- 1.8.3 This policy applies to committees formed by the Board. It does not apply to committees formed under the authority of the Senior Minister.

1.9. Cost of Governance

Because poor governance costs more than learning to govern well, the Board will invest human and financial resources to develop and maintain its governance capability.

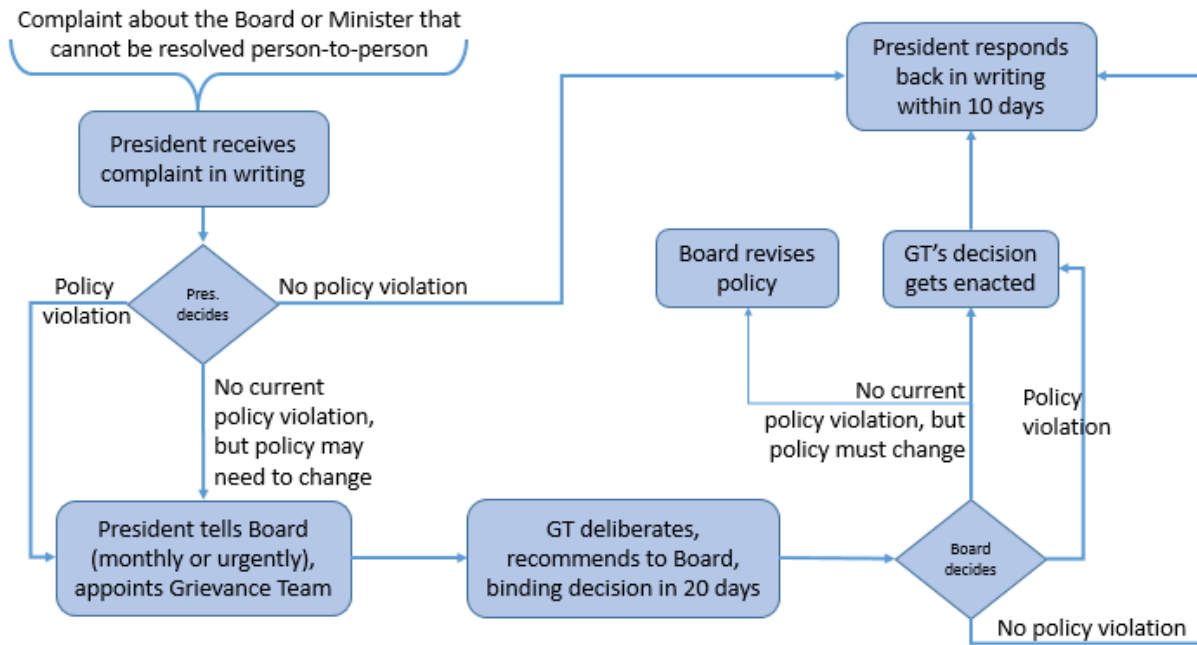
Accordingly:

- 1.9.1 Training will be used to orient new and prospective leaders, as well as to maintain and improve existing Board member skills and understandings.
- 1.9.2 Outside assistance will be arranged as needed so that the Board can exercise confident control over organizational performance. This includes but is not limited to financial review.
- 1.9.3 Outreach mechanisms will be used to ensure the Board's ability to listen to congregant viewpoints and values.

1.10. Complaint Process

In all cases of problems and complaints, direct communication is encouraged among the people involved, in the spirit of our Congregational Covenant. If individual conversations can't fully resolve the problem, the complaint should be put in writing and submitted to the President, using the following procedures:

- **From a congregant or staff member, about a staff member, a Church program, or another congregant:**
These complaints, grievances, or conflicts are handled by the Minister, within the limitations of Board Policies 3.1 and 3.2.
- **From a congregant, about the Minister:**
Any congregant who has a complaint, grievance, or conflict with the Minister is encouraged to speak directly with them to try to bring full resolution. If the issue can't be resolved through this direct communication, then the congregant may choose to submit a complaint in writing to the President of the congregation: see Complaint Process below.
- **From a staff member, about the Minister:**
As referenced in the Personnel Manual, any staff member who has a complaint, grievance, or conflict with the Minister is encouraged to speak directly with the Minister to try to bring full resolution. If the issue is not able to be resolved through this direct communication, then the staff member may choose to submit their complaint in writing to the President of the congregation in accordance with the Personnel Manual: see Complaint Process below.
- **From a congregant, about the Board of Trustees or a Board member:**
Any congregant who has a complaint, grievance, or conflict with the Board or a Board member is encouraged to speak directly with this member to try to bring full resolution. If the issue is not able to be resolved through this direct communication, then the person may choose to submit their complaint in writing to the President of the congregation: see Complaint Process below. If the complaint, grievance, or conflict relates to the President, then the Past-President would lead the procedures in the Complaint Process below.



Complaint Process Details:

- A complaint from a congregant, a friend of the congregation, or a staff member about the Minister or the Board or a Board member that can't be resolved person-to-person may be discussed with any member of the Board of Trustees. The Board member may advise the person if the complaint seems to fall within the acceptable limits of Board policy, or they may advise the person to submit the issue in writing to the President of the congregation.
- Complaints submitted in writing to the President must detail the situation, the approach that has been taken to bring resolution so far, any remaining unresolved issue(s) and remedy requested.
- The President may decide the matter does not violate the current policies of the Board. This means no further action is needed. If so, the President must respond in writing back to the person who presented the complaint within 10 working days of receipt of the complaint. Alternately, the President may decide to proceed with step d the complaint process. In this case, the President shall inform the complainant within 10 working days of receipt of the complaint that a Grievance Team will be convened.
- The President may instead believe there is a policy violation, or they may recommend that a policy should exist or should change to address this issue. In this case, they must inform the Board of Trustees. The President determines whether the matter can wait to be discussed at the next monthly Board meeting or whether a more timely discussion is needed.
- The President must convene a Grievance Team (GT) for this matter, which includes two Board members plus the President.

- f. The Grievance Team will discuss and research the issue with anyone they feel is appropriate, separately and/or together, as they seek resolution of the issue. As a courtesy, they must notify everyone mentioned in the complaint. The team must reach a recommendation within 20 working days after receipt of the complaint.
- g. The full Board must receive the recommendation from the Grievance Team. The Grievance Team determines whether the matter can wait to be discussed at the next monthly Board meeting or whether a more timely discussion is needed. The Board will reach a binding decision. This discussion will take place in closed session.
- h. The Board may decide the matter does not violate the current policies of the Board. This means no further action is needed. The President must provide this binding decision in writing back to the person who presented the complaint within 10 working days of the board decision.
- i. The Board may instead decide there is a policy violation, or that a policy should exist or should change to address this issue. In this case, their binding decision about appropriate action must be enacted. The President must provide this binding decision in writing back to the person who presented the complaint within 10 working days of the board decision.
- j. In cases where it was determined that a policy should exist or be changed to address the issue, the Board will make this change in an upcoming meeting.
- k. All aspects of the dispute resolution process are to be kept confidential. Everyone involved in the complaint process will refrain from making statements about the process or from providing information related to the substance of the complaint to persons outside the complaint process.

2. Board-Senior Minister Relationship Policies

The Board's sole official connection to the church's operations, achievement, and conduct will be through the Senior Minister.

2.1. Unity of Control

Only officially passed motions of the Board are binding on the Senior Minister.

Accordingly:

Decisions or instructions of individual Board members, officers, or committees are not binding on the Senior Minister except in rare instances when the Board has specifically authorized such exercise of authority.

In the case of Board members or committees requesting information or assistance without Board authorization, the Senior Minister can refuse such requests that require, in the Senior Minister's opinion, a material amount of staff time or funds, or are disruptive.

2.2. Accountability of the Senior Minister

The Board holds the Senior Minister accountable for the church's operations, achievement, and conduct. All authority and accountability of paid staff and program volunteers are considered by the Board to be under the authority and accountability of the Senior Minister.

Accordingly:

- 2.2.1 The Board will not direct or evaluate paid staff and volunteers reporting to the Senior Minister.
- 2.2.2 The Board views the Senior Minister's performance to be the equivalent of the church's progress towards Ends policies and compliance with Limitations policies.

2.3. Delegation to the Senior Minister

The Board will delegate authority to the Senior Minister through written policies that prescribe the Ends to be achieved and describe organizational situations and actions to be avoided, allowing the Senior Minister to use any reasonable interpretation of these policies.

Accordingly:

- 2.3.1 The Senior Minister will use any reasonable interpretation of the Ends and Limitations policies to:
 - a) Make all decisions;
 - b) Take all actions;
 - c) Establish practices;
 - d) Develop all activities they deem appropriate to achieve the Ends policies.

- 2.3.2 Senior Minister authority does not extend to supervising, interpreting Board policies to, or otherwise directing the President, individual trustees, or Board subgroups regarding Board policy.

2.4. Senior Minister Performance Assessment

Performance will be assessed solely by progress toward UU Lansing Ends, organizational operations within the boundaries established in Board policies on Limitations, and appropriate use and delegation of power.

- 2.4.1 The Board may monitor any policy at any time but will normally depend on a schedule set by the Board. Monitoring is done to determine the degree to which Board policies are being met. No other data will be considered to be monitoring data. The Board's assessment of each monitoring report forms the SM's performance appraisal. Assessments must be ONLY against criteria that the Board has previously specified in its policies. The cumulative summary of these assessments conducted through the year form a year-end appraisal.
- 2.4.2 The Board will acquire monitoring data by one or more of the following methods:
- a) By internal report, in which the Senior Minister discloses compliance information to the Board;
 - b) By external report, in which an external, disinterested third party selected by the Board assesses compliance with Board Ends and/or Limitations policies;
 - c) By direct Board inspection, in which one or more Board members designated by the Board, assess compliance with the appropriate Board policy criteria, using whatever tool the Board deems appropriate.

3. Senior Minister Limitation Policies

The Senior Minister will not cause or allow any organizational practice, activity, decision, or circumstance that is either unlawful, imprudent, or in violation of commonly accepted business and professional ethics and practices.

3.1. Treatment of Members, Friends, and Visitors

With respect to interactions with members, friends, and visitors, the Senior Minister will not cause or allow conditions or practices that are unsafe, unnecessarily intrusive, disrespectful, or that fail to provide appropriate confidentiality or privacy.

Accordingly, the Senior Minister will not:

- 3.1.1 Violate the confidentiality of congregant pledge information, except as required for stewardship.
- 3.1.2 Inadequately communicate significant Church activities, actions, and information.
- 3.1.3 Limit congregant accessibility, within reason, including for visible and invisible disabilities.
- 3.1.4 Allow the church to operate out of alignment with procedures to ensure the safety of congregants and children while at the Church or at Church functions.
- 3.1.5 Operate without a clear complaint and suggestion process or prevent congregants from using it.
- 3.1.6 Allow a serious breach of covenant to continue.

3.2. Treatment of Staff

With respect to the treatment of paid and volunteer staff, the Senior Minister will not cause or allow conditions that are unfair, undignified, disorganized, or unclear.

Accordingly, the Senior Minister will not:

- 3.2.1 Inconsistently apply written personnel rules and policies for staff.
- 3.2.2 Allow wrongful conditions such as discrimination, harassment, nepotism and grossly preferential treatment for personal reasons.
- 3.2.3 Neglect to provide staff with clear feedback about their performance at least annually.
- 3.2.4 Prevent staff from grieving to the Board when:
 - a) Internal grievance procedures have been exhausted;
 - b) The employee alleges either that:
 - i. Board policy has been violated to the employee's detriment,
 - ii. Board policy does not adequately protect the employee's human rights.

3.3. Financial Planning and Budgeting

Financial planning for any fiscal year or remaining part of any fiscal year will not deviate materially from the Board's Ends policies, risk fiscal jeopardy, or fail to be derived from a documented Financial Plan.

Accordingly, the Senior Minister will not allow financial planning to:

- 3.3.1 Fail to communicate a reasonably accurate projection of revenues and expenses, separation of capital and operational items, cash flow and related accounting trails, and disclosure of planning assumptions.
- 3.3.2 Include the expenditure in any fiscal year of more funds than are projected to be available in that period (balanced budget).
- 3.3.3 Acquire, encumber, or dispose of real estate property without prior Board approval or not in accordance with the Constitution, by-laws or pertinent Board policies.
- 3.3.4 Expend funds from endowment, reserve, or undesignated restricted accounts, except for the purposes for which the account was established and/or according to the financial plan.
- 3.3.5 Deviate materially from Board-stated priorities and requirements in its allocation among competing fiscal needs.
- 3.3.6 Fail to plan adequately for maintenance and repair of Church facilities in accord with prudent practices and any maintenance plan required by Board policy.
- 3.3.7 Fail to identify in the proposed budget known annual, capital, or special-cause fundraising activities on behalf of the Church, and fail to have procedures that authorize and coordinate fundraising that is done on behalf of the Church, on Church property, or by any Church group.
- 3.3.8 Fail to establish, maintain, and communicate an appropriate gift acceptance policy for both unrestricted and restricted gifts that includes provisions for donor-designated purposes and allows for the acceptance or rejection of gifts.

3.4. Financial Condition

With respect to the congregational actual, ongoing financial condition and activities, the Senior Minister will not cause or allow the development of financial jeopardy or material deviation of actual expenditures from Board priorities established in Ends policies or the financial plan, or risk fiscal jeopardy.

Accordingly, the Senior Minister will not:

- 3.4.1 Allow actual allocation to deviate materially from Ends policies or from the congregationally approved annual financial plan, unless authorized by the Board.
- 3.4.2 Borrow any amount or authorize a line of credit without prior Board approval.
- 3.4.3 Spend or borrow against the endowment, reserve, or undesignated restricted accounts other than for the purposes determined by the Board.
- 3.4.4 Accept or disburse gift income that is contrary to the church's gift acceptance policy, Mission, Values, Ends and Unitarian Universalist Principles.
- 3.4.5 Designate funds in a manner inconsistent with the donor's intentions or in a manner inconsistent with best accounting practices.
- 3.4.6 Fail to maintain current, accurate, auditable financial records or to make such records available to the Board, authorized auditors or other appropriate persons as requested and/or as stated in the Monitoring Schedule.
- 3.4.7 Fail to follow the Church's fundraising procedures.
- 3.4.8 Allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.
- 3.4.9 Fail to settle payroll and other obligations in a timely manner.
- 3.4.10 Commit the church to any contract outside of approved budget authority.
- 3.4.11 Acquire, encumber, or dispose of real estate/property unless authorized by the Board.
- 3.4.12 Reduce the current liquid assets at any time to less than the amount required to meet liabilities for the next ninety days.

3.5. Emergency CEO Succession

The Senior Minister may not allow the church to be without someone familiar enough with Board and Senior Minister responsibilities and processes to temporarily fill in during a sudden absence of the Senior Minister.

3.6. Asset Protection

The Senior Minister will not cause or allow Church assets to be unprotected, inadequately maintained, or unnecessarily risked.

Accordingly, the Senior Minister will not:

- 3.6.1 Subject facilities, premises, and equipment to improper wear and tear or insufficient maintenance or environmental degradation, nor fail to provide for building security.
- 3.6.2 Allow liability or property insurance policies to lapse.
- 3.6.3 Exceed the risk levels established by the Investment Committee for the totality of church investments and cash holdings.
- 3.6.4 Take any action that a reasonable person would conclude risks ownership of church real property or the tax-exempt status of the church.
- 3.6.5 Risk the reputation of the church in ways that would diminish its ability to pursue its mission.
- 3.6.6 Receive, process, or disburse funds under controls that are insufficient to meet the generally-accepted church financial procedures.

3.7. Compensation and Benefits

With respect to employment, compensation and benefits to employees, consultants, and contract workers, the Senior Minister will not cause or allow jeopardy to fiscal integrity and will not fail to strive for fair compensation.

Accordingly, the Senior Minister will not:

- 3.7.1 Change their own compensation and benefits.
- 3.7.2 Establish compensation and benefits so as to cause unpredictable or inequitable situations, including those that:
 - a) Incur unfunded liabilities;
 - b) Provide less than some basic level of benefits to all full-time employees;
 - c) Allow any employee to lose benefits already accrued from any foregoing plan;
 - d) Create contractual obligations over a term longer than revenues can be safely projected.

3.8. Communication and Support to the Board

The Senior Minister will not permit the Board to be uninformed, misinformed, or unsupported in its work.

Accordingly, the Senior Minister will:

- 3.8.1 Submit timely, accurate, and understandable monitoring reports as requested and scheduled by the Board.
- 3.8.2 Supply for the Board's consent agenda all items delegated to the Senior Minister that are to be Board-approved, along with the minimum amount of supporting data necessary to keep the Board informed.
- 3.8.3 Ensure that a complete and current set of all Board and operational policies are readily accessible to all Church members at all times.
- 3.8.4 The Senior Minister may not fail to report to the Board on at least a monthly basis (or in a more timely manner as appropriate) any actual or anticipated noncompliance with any policy of the Board.
- 3.8.5 Ensure that the operational policies are aligned with the board policies.
- 3.8.6 Gather sufficient staff and external points of view, issues, and options as needed for fully informed Board decisions.
- 3.8.7 Inform the Board in a timely manner of relevant trends, significant church events, anticipated adverse media coverage, public policy initiatives, and public events of the organization.
- 3.8.8 Advise the Board if, in the Senior Minister's opinion, the Board is not in compliance with the Bylaws or its own policies on Governance Process and Board-Senior Minister Linkage, particularly in the case of Board behavior that is detrimental to the work relationship between Board and the Senior Minister.
- 3.8.9 Prepare, implement, and share with the Board, within three months of the annual Senior Minister evaluation, individual professional development plans that respond to the evaluation.
- 3.8.10 Make no public statements about the position of the Church, if the official position is not formally adopted.

UU Lansing Board Policies adopted February 24, 2022

Revised 1.10, added 3.8.4 and 3.8.5, March 22, 2023

Revised 2.4.1, August 23, 2023

Revised numbering for 3.3, October 19, 2023