

FOX VALLEY UNITARIAN UNIVERSALIST FELLOWSHIP GOVERNING POLICIES

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I. ENDS (EN)

EN-1. Mission (Approved 4-18-06)

The mission of the FVUUF is to work together joyfully to create a welcoming, caring and diverse community; to support and challenge each other in our mutual search for meaning on life's journey; and to celebrate and act upon our Unitarian Universalist principles to build a better world.

EN-2. Vision (Approved 4-18-06; Amended 10-17-06)

The Fox Valley Unitarian Universalist Fellowship is a welcoming, vital, and diverse community. We are guided by our Unitarian Universalist principles, which challenge us to grow in mind and spirit and inspire us to build a better world. We share our story in the wider community, and invite those who share our vision to join us. We are a deeply committed community where values and action matter.

Confirmed *Aaron Sherer* Date *4-1-07*
Secretary

EN-3. Values (Approved 4-18-06; Amended 10-17-06)

The Fox Valley Unitarian Universalist Fellowship honors the ambiguity and uncertainty that is ever present in the ongoing search for greater meaning in life. The Fellowship strives to embody the following:

- A. A sense of intimacy and connection between members
- B. An inclusive and welcoming atmosphere
- C. A nurturing, respectful and authentic spiritual environment
- D. A membership that is active and generous
- E. A sense of purpose in building a better world

Confirmed *Aaron Sherer* Date *4-1-07*
Secretary

EN-4. Ends Statement (Approved 4-18-06; Amended 10-17-06)

- A. The people of the FVUUF actively work for a thriving Fellowship community and believe that in the future the FVUUF will be:
1. A strong and vital community where we are connected with each other and are supported in our individual pursuits for truth and meaning.
 2. A community, open to all those who are in sympathy with our Unitarian Universalist principles, where we value the intrinsic worth and dignity of every person.
 3. A community that offers an open, friendly, welcoming atmosphere with an energy that is experienced by all those entering our doors.
 4. A community that provides a nurturing environment exemplified through the collegiality and intimacy of small group activities, the stimulation of programs or educational activities, and the openness and acceptance of interactive religious services.
 5. A healthy community that is grounded in direct, honest, caring communication.
- B. The people of the FVUUF work intentionally and believe that in the future the FVUUF will be:
1. A community that respects its heritage, nurtures its virtues and assets, and is not afraid to move forward.
 2. A community where participatory decision-making and the democratic process is highly valued, where individual opinions are respected, and where there is trust in leadership.
 3. A community that is responsible and intentional about actions, both individually and collectively.
 4. A community that understands that growth is not a goal, but rather the outcome of being a welcoming, vital, and diverse religious congregation and that accepts the responsibilities associated with growth.
 5. A community that provides support and leadership to growing UU congregations in Northeast Wisconsin.
 6. A community that is seen as a resource for leadership and ideas in the Central Midwest District and the UUA.
- C. The people of the FVUUF are a Spiritual Congregation and believe that in the future the FVUUF will be:
1. A congregation of children, youth, and adults that challenges each one of us to grow spiritually.
 2. A congregation guided by our UU principles, where we are free to examine many ideas and follow our own hearts and consciences.

EN-4 continued

3. A congregation where our strong tradition of interactive worship continues as living proof that we embrace freedom of thought, diverse beliefs, and individual spiritual journeys.
 4. A congregation where there is a tension between the intellectual and the spiritual that stretches us and encourages us in our own search for meaning.
 5. A congregation where we understand that our spiritual journey becomes richer with greater diversity and where we celebrate and honor people for their diverse beliefs, backgrounds, or identities, knowing that their presence enriches us all.
- D. The people of the FVUUF are responsible participants in the Fellowship and believe that in the future the FVUUF will be:
1. A community that understands we are all called to be actively, passionately, and responsibly involved in the life of the Fellowship and that it is only through our commitment that our vision will become reality.
 2. A community which accepts our mutual responsibility to joyfully support the Fellowship through our generous contributions of time and money.
 3. A community where the meaning, support, and love we receive from the Fellowship empower us to give back generously so that others may experience the same.
 4. A community where our financial contributions provide adequate staffing and building space to support the ongoing life of the Fellowship.
- E. The people of the FVUUF work purposefully to build a better world and believe that in the future the FVUUF will be:
1. A Fellowship that has great visibility in the community, where people know who we are, understand our principles, and want to participate.
 2. A Fellowship that is a symbol of unity with diversity in the world, a place where a person can be unique and live out that uniqueness in the company of others.
 3. A Fellowship that motivates and empowers us to work at making the world a better place, where institutionally we facilitate social action by supporting small groups and individuals with encouragement and resources.
 4. A Fellowship that respects the interdependent web of existence and practices responsible stewardship to protect and preserve our earth and its precious resources.

Confirmed Aaron Sherer Date 4-1-07
Secretary

EN-5. Moral Ownership (Approved 4-18-06)

The moral ownership of the Fox Valley Unitarian Universalist Fellowship is its congregants.

EN-6. Primary and Secondary Stakeholders (Approved 4-18-06)

In accordance with its vision, FVUUF will prioritize its planning and resources toward:

A. Primary Stakeholders

1. Congregation
2. Visitors
3. Potential congregants
4. UU Congregations we intentionally support
5. Groups we intentionally support

B. Secondary Stakeholders

1. Vendors and other commercial and professional contractors
2. The community at large

EN-7. Strategic Plan (Approved 4-18-06)

The Board, Executive Team and congregation shall modify the Long Range Plan (most recently adopted on May 23, 2004) and Tactical Plan (updated quarterly) that specify how the Ends Policies will be realized over specific periods of time.

II. EXECUTIVE LIMITATIONS (EL)

Through its Executive Limitations policies the Governing Board defines the boundaries within which the Executive Team can operate to implement the Board's Ends policies. The Policy Governance method encourages negative wording for Executive Limitation policies (they are sometimes called the "don't do it" policies). These policies define behaviors, actions, and conditions that are not acceptable; they set boundaries. The Executive Team is free to use any operational means that are reasonable interpretations of the boundaries.

EL-1. Global Executive Team Constraint (Approved 3-21-06)

The Executive Team shall not participate in or allow illegal activity in the administration of the organization. The Executive Team shall not fail to make its best effort to uphold (1) the Unitarian Universalist principles, (2) the FVUUF Bylaws, Mission and Ends policies, and (3) commonly accepted business and professional ethics and practices.

EL-2. People and Personnel

EL-2A. Treatment of Congregants (Approved 3-21-06)

Spirit: To establish standards for the treatment of members, friends and visitors.

With respect to interactions with and among congregants, the Executive Team shall not deliberately cause or allow conditions, procedures, or decisions that are unsafe, undignified, unnecessarily intrusive, or that fail to provide appropriate confidentiality or privacy.

Accordingly, the Executive Team shall not:

1. Violate the confidentiality of member pledge information, except as required by members of the Finance and Canvass Committees to carry out their responsibilities.
2. Fail to steward facilities that provide a reasonable level of safety, upkeep, access and functionality.
3. Fail to maintain and enforce procedures to ensure the safety of congregants and children while at the Fellowship or at Fellowship functions.
4. Fail to establish, publicize and follow written policies for processing member grievances and suggestions.
5. Fail to limit the use of the membership directory to members and friends of the Fellowship for personal, non-commercial purposes.

EL-2B. Treatment of Staff and Volunteers (Approved 3-21-06; Amended 9-19-06)

Spirit: To establish standards for the treatment of staff and volunteers.

With respect to the treatment of paid staff and volunteers, the Executive Team may not deliberately cause or allow conditions that are unsafe, unfair or unprofessional.

Accordingly the Executive Team shall not:

1. Discriminate against existing or potential staff based on age, race, religion (except in regard to ministers), color, gender, national origin, ancestry, physical or mental challenge unrelated to job performance, sexual orientation, marital status or any other protected category.
2. Fail to provide job descriptions of Executive Team members for Board approval, as required by the Bylaws, Article VIII, Section 2.A.5.
3. Operate without written and publicized personnel policies that clarify personnel rules for paid and volunteer staff, and provide for effective handling of grievances.
4. Fail to ensure that paid staff members receive written reviews at least annually.
5. Prevent staff from grieving to the Board for review and final resolution when (a) internal grievance procedures have been exhausted and (b) the employee alleges that Board policy has been violated.

Confirmed *Aaron Sherer* Date *1-22-07*
Secretary

EL-2C. Compensation and Benefits (Approved 3-21-06)

Spirit: To establish fair compensation for employees and protection of the Fellowship from unfunded liabilities.

With respect to employment, compensation, and benefits to employees, consultants, contract workers, and volunteers, the Executive Team may not cause or jeopardize fiscal integrity or public image.

Accordingly, the Executive Team shall not:

1. Change individual Executive Team members' compensation, benefits, or allocated professional expenses.
2. Promise or imply permanent or guaranteed employment. Employees must be hired in an "at will" status.
3. Establish current compensation and benefits that:
 - a. Deviate materially from the nonprofit or geographic market for the skills employed.
 - b. Create obligations for more than one year or exceed available funding.
4. Establish deferred or long term compensation and benefits that:
 - a. Cause unfunded liabilities to occur or in any way commit the organization to benefits that incur unpredictable future costs.
 - b. Provide less than the established basic level of benefits to all full-time employees.
 - c. Allow any employee to lose benefits already accrued from any forgoing plan.

EL-3. Financial Management

EL-3A. Planning and Budgeting (Approved 3-21-06)

Spirit: To establish that a reasonable budget is prepared and followed.

Financial planning for any fiscal year or the remaining part of any fiscal year may not risk financial jeopardy.

Accordingly, the Executive Team shall not:

1. Allow budgeting that contains too little information to enable credible:
 - a. Projection of revenues and expenses,
 - b. Separation of capital and operational items,
 - c. Tracking of cash flow,
 - d. Disclosure of planning assumptions.
2. Fail to adjust the amount budgeted for non-salary line items during the course of the year if it is projected that a year-end deficit is likely to occur.
3. Fail to operate without a Finance Committee made up of at least 4 Fellowship members.
4. Fail to present a proposed budget for Board approval before the Annual Meeting of the congregation.

EL-3B. Financial Condition and Activities (Approved 3-21-06)

Spirit: To establish boundaries for indebtedness and deviation from budgeted expenditures.

With respect to the ongoing financial condition and activities, the Executive Team shall not fail to follow the spirit of the approved budget or allow the development of fiscal jeopardy.

Accordingly, the Executive Team shall not:

1. Indebt the organization in an amount greater than can be repaid by otherwise unencumbered revenues within 90 days.
2. Fail to settle payroll and debts in a timely manner.
3. Expend any endowment or designated funds other than for the purposes determined at the time of receipt or designation.
4. Conduct inter-fund shifting in amounts greater than can be restored to a condition of discrete fund balances by otherwise unencumbered revenues within 60 days.
5. Shift funds from Endowment to temporarily cover cash flow.
6. Allow actual expenses to deviate materially from the approved budget.
7. Commit the Fellowship to the expenditure of unbudgeted funds in excess of \$1000.
8. Allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.
9. Fail to appropriately pursue unpaid pledges and non-pledge receivables.
10. Authorize a line of credit without the approval of the Board.

EL-3C. Grants and Contracts (Approved 3-21-06)

The Executive Team may not enter into any grant or contracts that require the expenditure of unbudgeted funds or the expenditure of funds in future fiscal years without the review and approval of the Board.

EL-3D. Restricted Gift (Approved 3-21-06)

The Executive Team shall not accept any gift with restrictions that would significantly obligate the organization. (see Gifts Policy)

EL-4. Asset Management

EL-4A. Asset Protection (Approved 3-21-06)

Spirit: To establish protection of financial and physical assets of the Fellowship.

The Executive Team shall not allow the assets to be unprotected, inadequately maintained, or unnecessarily risked.

Accordingly, the Executive Team or their express designees shall not:

1. Fail to insure against theft and casualty losses at replacement value less reasonable deductible and/or co-insurance limits.
2. Fail to insure against corporate liability and personal liability of Board members, staff and volunteers taking into account pertinent statutory provisions for indemnification and exemptions applicable to Wisconsin non-profit organizations.
3. Allow personnel access to material amounts of funds without fiscal controls and oversight.
4. Fail to establish and follow a sound cash-handling procedure.
5. Subject facilities and equipment to improper wear and tear or insufficient maintenance.
6. Unnecessarily expose the organization, its Board, or staff to claims of liability or risk the nonprofit status.
7. Receive, process, or disburse funds under controls insufficient to meet the (Board) appointed auditor's standards or other government standards.
8. Invest operating capital in insecure instruments, including uninsured checking accounts and bonds or CDs of less than A rating.
9. Fail to protect intellectual property, information, and files from significant damage. Ministers of the Fellowship are the sole owners of their intellectual property.

EL-4B. Asset Utilization (Approved 3-21-06)

The Executive Team or their express designees shall not:

1. Fail to use its best efforts to mobilize the Congregation and staff to fulfill the Fellowship's Ends policies, Unitarian Universalist principles and the Fellowship's Long-Range plan.
2. Fail to use its best efforts to welcome the outside community into the Fellowship's sanctuary and center.
3. Fail to use its best efforts to increase and diversify the membership of the Fellowship.

EL-5. Communication to and Support of the Board (Approved 3-21-06)

The Executive Team shall not fail to inform and support the Board as needed for the successful governance of the organization.

Accordingly, the Executive Team shall not:

1. Fail to submit monitoring data required by the Board in a timely, accurate, and understandable fashion, directly addressing provisions of Board policies.
2. Fail to inform the Board of relevant trends, anticipated adverse media coverage, material external and internal changes, and most importantly changes in assumptions upon which any Board policy has previously been established.
3. Fail to report in a timely manner an actual or anticipated non-compliance with any policy of the Board.
4. Fail to deal with the Board as a whole except when (a) fulfilling individual requests for information or (b) responding to officers or committees duly charged by the Board.
5. Fail to allow only the Senior Minister or a designate selected by the Senior Minister to speak for the Congregation on items of media outreach. (see “Policy on Public Representation of the FVUUF” adopted by the Board May 3, 2005)
6. Fail to supply information on all items delegated to the Executive Team yet required by law or contract to be Board-approved, along with the monitoring assurance pertaining thereto.
7. Fail to advise the Board if, in the Executive Team’s opinion, the Board is not in compliance with its own policies on Governance Process and Board-Executive Team Linkage.
8. Fail to recommend changes in Board policies as the need arises.

EL-6. Practices

EL-6A. Code of Conduct (Approved 3-21-06)

The Executive Team shall not fail to operate without a procedural policy against misconduct and dishonesty that meets accepted business practices of the accounting industry. For purposes of this policy, misconduct and dishonesty must include but not be limited to:

1. Theft or other misappropriation of assets, including assets of the corporation or others with whom the Fellowship has a business relationship.
2. Misstatements and other irregularities in corporation records, including the intentional misstatement of the results of operations.
3. Forgery or other alteration of documents.
4. Fraud and other unlawful acts.

EL-6B. Teamwork (Approved 3-21-06)

Executive Team members shall not:

1. Fail to speak as one voice after the Executive Team reaches a decision on a particular matter.
2. Fail to include and consult with each other on all significant issues.
3. Fail to honor and support each other's views and positions.

EL-6C. Continuous Operation (Approved 3-21-06)

In the event a member of the Executive Team is unable to participate due to absence or emergency, the remaining team members will not fail to continue all operations while the Board considers the need for a replacement.

EL-6D. Removal and Replacement (Approved 3-20-07)

Executive Team members shall not:

1. Dismiss another member of the Executive Team without the approval of the Board.
2. Fill a vacant Executive Team position without the approval of the Board.

III. BOARD-EXECUTIVE TEAM RELATIONSHIP (BE)

BE-1. Global Relationship (Approved 3-21-06)

The Board's connection to Fellowship operations is solely through its designated Executive Team. The Board will hold the Executive Team accountable for the operational organization, its achievements, and conduct.

BE-2. The Executive Team (Approved 3-21-06)

Spirit: To establish Executive Team composition and replacement of a team member due to emergency.

The Executive Team shall be comprised of the Senior Minister and such other staff or lay leaders as designated by the Board. The Senior Minister shall function as the chair of the Executive Team. In the event a member of the Executive Team is unable to serve due to an emergency or extended absence, the Executive Team will cover the responsibilities of the missing member until a replacement is designated by the Board.

BE-3. Unity of Voice (Approved 3-21-06)

Spirit: To establish how the Board decides/directs as a group, not as individuals.

Only decisions of the Board acting as a body are binding on the Executive Team. As a result:

- A. Decisions or instructions of individual Board members, officers, committees or Fellowship members are not binding on the Executive Team except in rare instances when the Board has specifically authorized such exercise of authority.
- B. In the case of Board members or committees requesting information or assistance without Board authorization, the Executive Team is expected to decline such requests that, in the Executive Team's opinion, are disruptive or require a significant amount of staff time or funds.

BE-4. Accountability of the Executive Team (Approved 3-21-06)

The Executive Team shall report to the Governing Board. The Executive Team operates and conducts itself in two ways - independently and through volunteer and paid staff (including non-employee consultants). The Executive Team is the Board's only link to operational achievement and conduct. Accordingly, the Board considers all volunteer and paid staff (including non-employee consultants) to be under the authority of and accountable to the Executive Team. The exception to this is individuals serving on committees that report to the Board.

Accordingly, the Board will not:

- A. Give instructions to persons who report directly or indirectly to the Executive Team.
- B. Evaluate, either formally or informally, any staff other than the Executive Team.

The Board will view Executive Team performance as identical to organizational performance, so that organizational accomplishment of Board-stated ***Ends*** and avoidance of Board-prohibited ***Means*** will be viewed as successful Executive Team performance.

BE-5. Delegation to the Executive Team (Approved 3-21-06)

Spirit: To establish how the Board delegates responsibility and authority to the Executive Team by providing clear goals and limitations and granting wide latitude in their interpretation and implementation.

A. Board Responsibility

The Board's job is generally confined to establishing top-level policies, leaving implementation and subsidiary policy development to the Executive Team. Accordingly, the Board will instruct the Executive Team through written policies that prescribe the organizational *Ends* to be achieved and prohibit *Means* to be avoided, allowing the Executive Team to use any reasonable interpretation of these policies.

Accordingly, the Board will:

1. Develop policies instructing the Executive Team to achieve certain results, for certain recipients, within a specified budget. These policies will be developed systematically from the broadest, most general level to more defined levels, and will be called *Ends* policies.
2. Develop policies that limit the latitude the Executive Team may exercise in choosing the organizational *Means*. These policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called *Executive Limitations* policies.

B. The Executive Team will use any reasonable interpretation of the Board's *Ends* and *Executive Limitations* policies and is thus authorized to establish all further policies, make all decisions, take all actions, establish all practices, and develop all activities within the defined boundaries.

C. The Board may change its *Ends* and *Executive Limitations* policies, thereby shifting the boundary between Board and Executive Team domains. By doing so, the Board changes the latitude of choice given to the Executive Team. But as long as any particular delegation to the Executive Team is in place, the Board will respect and support the Executive Team's choices.

BE-6 Intentional Policy Violation (Approved 3-21-06)

Should the Executive Team deem it necessary to contradict Policy, it will inform the Board President or one of the Board officers in advance. Informing the Board is simply to guarantee no contradiction may be intentionally kept from the Board, not to request approval. Any response, either approving or disapproving, from the Board President or individual Board members does not exempt the Executive Team from subsequent Board judgment of the action. The Board expects a recap of the outcome of Executive Team actions that contradict policy.

BE-7. Monitoring Executive Team Performance (Approved 3-21-06)

Spirit: To establish clear and reasonable standards and schedules for monitoring and evaluating the performance of the Executive Team.

Systematic and rigorous monitoring of Executive Team job performance will be solely in light of the expected Executive Team job outputs. These are (1) organizational accomplishment of the Boards' *Ends* policies and (2) organizational operation within the boundaries established in the Board's *Executive Limitation* policies.

- A. Monitoring is simply to determine the degree to which policies are being met. Data that do not do this will not be considered to be monitoring data.
- B. The Board will acquire monitoring data by one or more of three methods:
 1. By internal report, in which the Executive Team discloses compliance information to the Board
 2. By external report, in which an external, disinterested third party selected by the Board assesses compliance with Policies
 3. By direct Board inspection, in which a designated Board member or members, or the Board as a whole, assess compliance with the appropriate policy criteria.
- C. In every case, the standard for compliance shall be any reasonable Executive Team interpretation of the Policy being monitored
- D. All policies that instruct the Executive Team will be monitored at a frequency and by a method chosen by the Board. The Board can monitor any policy at any time by any method, but will ordinarily depend on the routine schedule shown below in the "Monitoring Report Schedule and Content" table. (Note: As Ends policies are developed they will be added to this schedule.)

Monitoring Report Schedule and Content (Approved 3-21-06; Amended 10-17-06)

Report	Timing	Month	Method	Content
Communication to and Support of the Board	Annual	January	Direct Inspection	- Executive Limitations Reference EL-5; written overview from X-Team
Compensation and Benefits	Annual	March	Internal	- Changes and big-picture issues such as living wage, UUA guidelines, benefits, insurance cost estimate, personnel budget for upcoming year - Executive Limitations Reference EL-2C
Financial Planning and Budgeting	Annual	March	Internal	- Present proposed budget and how it addresses Ends/Annual Plan - Executive Limitations Reference EL-3A
Ends	Annual	May	Internal	- Progress toward Ends as expressed in draft of annual report - Program review as a part of annual report including attendance and activity
Treatment of Parishioners	Annual	June	Internal	- COM annual survey - Executive Limitations Reference EL-2A; report on grievances, other feedback
Executive Team Review	Annual	June	By Board	- Assess operational effectiveness in meeting Ends - Evaluate Ends monitoring report
Contract Activities	As relevant, at least annual	June	Internal	- Executive Limitations Reference EL-3C; statement that policy not violated
Emergency Executive Team Succession	Periodic as relevant		Internal	- Covering duties during absences, see By-laws for permanent replacement policy - Executive Limitations Reference EL-6C
Asset Protection	Annual	September	Internal	- Parts of Executive Limitations Reference EL-4A not covered by financial audit

Treatment of Staff & Volunteers	6 months	September, February	Internal	<ul style="list-style-type: none"> - Adherence to personnel policies - Job descriptions for staff - Executive Limitations Reference EL-2B
Executive Teamwork	6 months	September, February	Internal	<ul style="list-style-type: none"> - Self-evaluation of Executive Team - Executive Limitations Reference EL-6B
Ministry Teams	6 months	October, April	Internal	<ul style="list-style-type: none"> - Ministry Team leaders will address how Teams are functioning and addressing Ends
Financial Activities	Monthly		Internal	<ul style="list-style-type: none"> - Comparison of budgeted vs. actual - Treasurer's report - Grant or contract activity- Issues requiring Board action - Executive Limitations Reference EL-3B
Executive Team Report	Monthly		Internal	<ul style="list-style-type: none"> - Noteworthy in last month related to Ends/Annual Plan/policy issues - Significant budgetary, administrative and operational issues related to Board policies - Issues that need to be addressed before regularly scheduled reports - Complaints and functioning of complaint process for congregants and staff - Staffing/personnel updates - Report weekly Service and RE attendance - Executive Limitations Reference EL-4B

Confirmed Aaron Sherer Date 1-22-07
Secretary

IV. GOVERNANCE PROCESS (GP)

GP-1. General Governance Process Policy (Approved 3-21-06)

The Governing Board of the FVUUF will act on behalf of the members of the Fellowship and in compliance with its policies to promote the accomplishment of the Fellowship's mission with appropriate use of resources and to prevent unacceptable activities and conditions within the Fellowship, as defined by the Bylaws, the Ends, and these policies.

GP-2. Governing Style (Approved 3-21-06)

The board will govern with an emphasis on (1) outward vision rather than internal preoccupation, (2) encouraging diversity in viewpoints, (3) strategic leadership more than administrative detail, (4) clear distinction among board, Senior Minister and Executive Team roles, (5) collective rather than individual decisions, (6) future rather than past or present, and (7) acting proactively rather than reactively.

Accordingly the Board will:

- A. Cultivate a sense of group responsibility. The Board, not the Executive Team, will be responsible for excellence in governing. The Board will be the initiator of policy, not merely a reactor to Executive Team initiatives. The Board will use the expertise of individual members to enhance the ability of the Board as a body rather than to substitute individual judgments for the Board's values. The Board will allow no officer, individual, or committee of the Board to hinder or be an excuse for not fulfilling Board commitments.
- B. The Board will direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the Fellowship's values and perspectives about ends to be achieved and means to be avoided. The Board's major policy focus will be on the intended long-term effects on the organization, not on the administrative or programmatic means of attaining those effects.
- C. The Board will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation, policy-making principles, respect of roles, and ensuring continuance of governance capability. Continued Board development will include orientation of new Board members in the Board's governance process and periodic Board discussion of process improvements.

GP-3 Board Job Description (Approved 3-21-06)

The job of the Board is to represent the members of the FVUUF in determining and ensuring appropriate organizational performance.

Accordingly, the Board:

- A. Is the link between the Executive Team and the membership.
- B. Will produce written governing policies that, at the broadest levels, address each category of organizational decision.
 - 1. **Ends:** Organizational products, effects, benefits, outcomes, recipients, and their relative worth (what good for which recipients at what cost).
 - 2. **Executive Limitations:** Constraints on executive authority that establish the prudence and ethics boundaries within which all executive activity and decision must take place.
 - 3. **Governance Process:** Specification of how the Board conceives, carries out, and monitors its own task.
 - 4. **Board-Executive Team Relationship:** How power is delegated and its proper use monitored.
- C. The Board will assure Executive Team performance in accordance with Board policies.

GP-4 Board Officer and Member Job Descriptions (Approved 3-21-06)

The Board shall develop appropriate job descriptions for all Board members.

GP-4A. President (Approved 3-21-06)

The President ensures the integrity of the Board's process and, secondarily, occasionally represents the Board to outside parties.

Accordingly, the President:

1. Ensures that the Board behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.
 - a. Meeting discussion content will be only those issues, which according to Board policy, clearly belong to the Board to decide, not the Executive Team.
 - b. Deliberations will be fair, open, and thorough but also timely, orderly, and kept on task.
2. Has the authority to make decisions that fall within topics covered by Board policies in Governance Process and Board-Executive Team relationship, 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. The President:
 - a. Has no individual authority to make decisions about policies created by the Board within Ends and Executive Limitations policy areas. Therefore, the President has no individual authority to supervise or direct the Executive Team.
 - b. May represent the Board to outside parties in announcing Board-stated positions.
 - c. Sets the agenda and chairs Board meetings, with all the commonly accepted power of that position (for example, ruling, recognizing).
 - d. Sets the agenda and presides at all congregational meetings of the Fellowship.
 - e. May spend the funds budgeted for Board expenses.
 - f. May delegate the authority of Section 2 to elected members of the Board but remains accountable for its use.
3. Sees that the policies and decisions of the Board or Congregation are implemented.
4. Signs all contracts as the authorized representative of the Board.
5. Is authorized to sign checks.

GP-4B. Vice President (Approved 3-21-06)

1. Presides over the Board or performs any other duties of the President in the absence or at the request of the President.
2. Consults closely with the President.
3. Establishes the schedule for and presides over the Board's monitoring of its own performance.
4. Shall perform other functions and duties as may be specified by the Board.

GP-4C. Treasurer (Approved 3-21-06; Amended 3-20-07)

1. Is elected by the Congregation for a 2-year term on the Governing Board and shall serve a maximum of two (2) consecutive terms.
2. Has as broad financial expertise as possible.
3. Leads the Board in its oversight role of assuring that accurate records of all financial transactions of the Fellowship are kept and that all financial procedures are robust and verified.
4. Leads the Board's efforts to monitor the Executive Team's implementation of both the Ends and Executive Limitations policies, whenever financial resources are involved.
5. Advises the Board about any emerging financial needs, concerns or policy issues, including both budgetary considerations and process issues that reflect on the integrity of the financial monitoring process.
6. Receives any reports of violation of procedures in the Financial Procedures Manual or auditing matters and recommends appropriate controls to the Board.
7. Receives quarterly reports from the Board's Audit Committee and annual reports of either internal or external audits of the Fellowship's financial condition and procedures; assures that the Audit Committee fulfills its responsibilities.
8. Interviews and recommends an external professional auditing firm to conduct periodic audits of the Fellowship's financial condition and procedures; provides an estimated budget expense for the FY in which the external audit will occur.
9. Provides a written and oral financial report on oversight activities to the congregation at its Annual Meeting.
10. Receives quarterly from the Planned Giving Committee a written summary of Endowment Fund activities and recommendations regarding fund management; reports this information to the full Board.
11. Trains Board members to read and understand the Fellowship's financial statements and monitoring reports.

Confirmed Aaron Sherer Date 7-9-07
Secretary

GP-4D. Secretary (Approved 3-21-06)

1. Ensures that Board meeting minutes are recorded, distributed to the members of the Board and the Executive Team in a timely manner, and posted for congregational access.
2. Ensures that minutes of other proceedings of the Board and all congregational meetings are recorded and distributed.
3. Distributes and processes absentee ballots for voting by members who are unable to attend a congregational meeting.
4. Checks for actual Fellowship membership before a congregational meeting.

GP-4E. Members-at-Large (Approved 3-21-06)

1. Represent the interests of the Fellowship as a whole in Board deliberations.
2. Serve on ad hoc committees appointed by the Board.

GP-5. Agenda Planning (Approved 3-21-06)

The Board will follow an annual agenda that (1) completes re-exploration of Ends policies annually, (2) continually improves Board performance, (3) sets forth priorities for the upcoming FVUUF fiscal year, (4) systematically monitors and reviews Board policies and (5) requires periodic reporting from Board committees.

GP-6. Board Member's Code of Conduct (Approved 3-21-06)

The Board commits itself and its members to ethical, business like, and lawful conduct, including proper use of authority and appropriate decorum when acting as Board members.

Accordingly,

- A. Members must represent unconflicted loyalty to the interests of the congregation. This accountability supercedes any conflicting loyalty such as that to advocacy or interest groups and membership on other Boards or staffs. It also supercedes the personal interest of any Board member acting as a consumer of the Fellowships services.
- B. Members must avoid conflict of interest with respect to their fiduciary responsibility.
 - 1. There must be no self dealing or any conduct of private business or personal services between any Board member and the church staff except as procedurally controlled to assure openness, competitive opportunity, and equal access to inside information.
 - 2. When the Board is to decide upon an issue about which a Board member has a conflict of interest, that member shall absent herself or himself without comment from not only the vote but also from the deliberation.
 - 3. Board members must not use their positions to obtain employment by the Fellowship for themselves, family members, or close associates. Should a member of the Board desire such employment, he or she must resign from the Board prior to consideration.
 - 4. Members must disclose their involvement: with other organizations, with vendors, or with other associations that might produce a conflict.
- C. Members will respect the confidentiality appropriate to issues of a sensitive nature.
- D. Members will speak with one voice upholding the decisions of the Board.

GP-7. Board Committee Principles (Approved 3-21-06)

The By-Laws enable and govern the establishment of Board Committees. Board committees may not speak or act for the Board except when formally given such authority by the Board for specific and time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the Executive Team.

GP-8. Monitoring Board Performance (Approved 3-21-06)

The Board will regularly discuss and systematically monitor its own performance, relative to its Governance Process and Board-Executive Team policies, by reviewing portions of these policies on a regular schedule.

GP-9. Governance Investment (Approved 3-21-06)

The Board will invest in its governance capacity.

Accordingly,

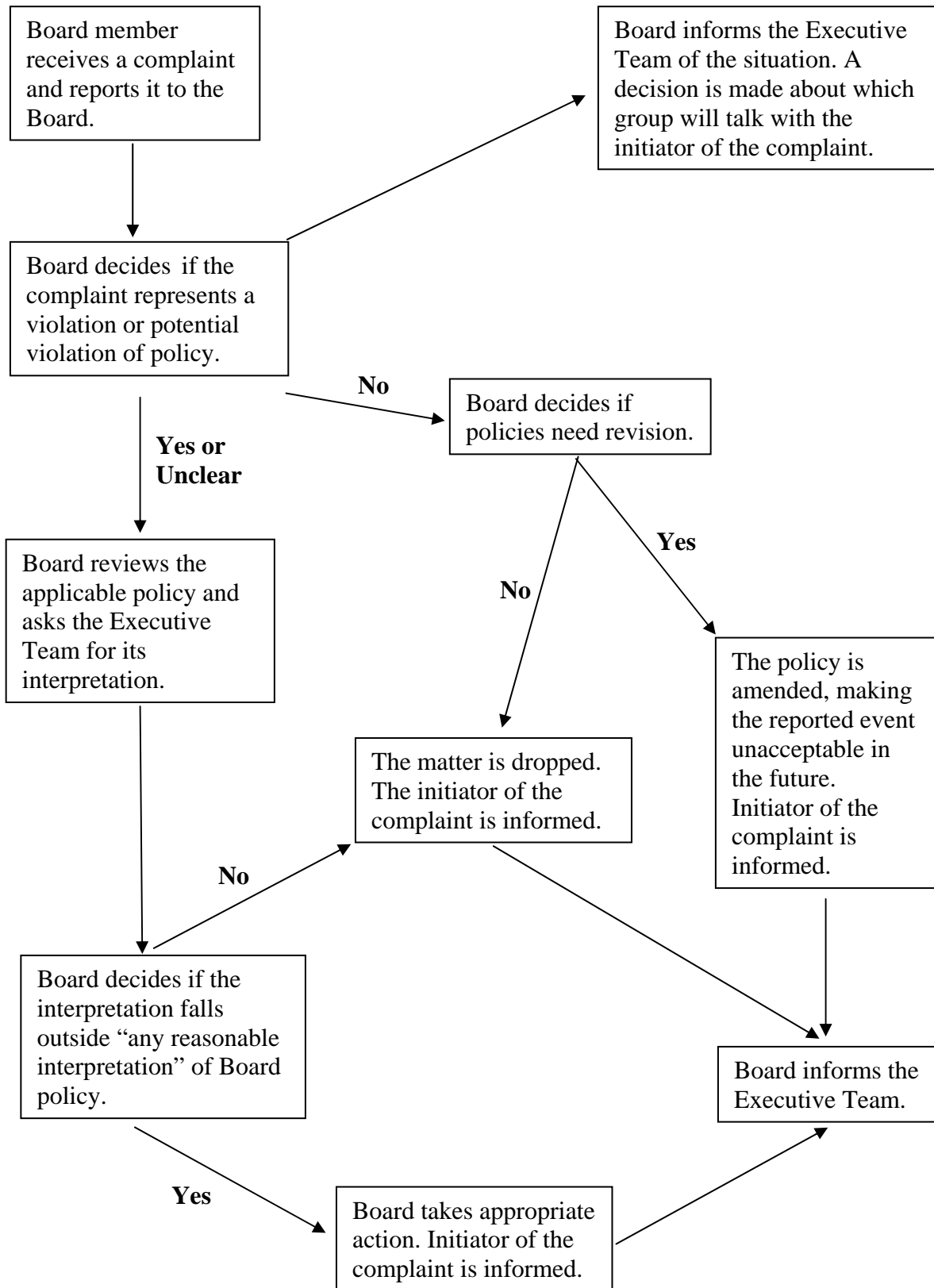
- A. Board skills, methods, and support will be sufficient to assure governing with excellence.
- B. Training and retraining will be used to orient new member and candidates for membership, as well as to maintain and increase existing member skills and understandings.
- C. Costs will be prudently incurred.

GP-10. Complaint and Inquiry Process (Approved 3-21-06)

The Board will address any complaints or concerns the Board or its members receive solely in relationship to Board policies. A “Board Complaint and Inquiry Process Guideline” is outlined on the following page.

Concerns received unrelated to Board policy will be conveyed to the Executive Team and utilize the Healthy Congregation procedures to resolve.

Board Complaint and Inquiry Process Guideline



GP-11 Board Committees (Approved 3-20-07)

The Board shall develop appropriate job descriptions for all Board committees.

GP-11A. Audit Committee (Approved 3-20-07)

1. Appointed by and reports to the Board.
2. Composed of at least two members, having as broad expertise in accounting procedures as possible.
3. Designs, maintains and implements audit procedures designed with the following goals:
 - a. To obtain independent assurance that all financial records fairly represent the financial condition of the church.
 - b. To ensure that the year's financial activity has been properly recorded in accordance with UUA recommended accounting procedures.
 - c. To ensure adherence with the Financial Procedures Manual.
 - d. To maintain confidence in the integrity of the congregation's financial system and the persons responsible for handling the finances.
4. Conducts internal audits within one month of the end of the 1st, 2nd and 3rd quarters of the FY. Prepares a full audit within 2 months after closing of the books for the FY.
5. Supervises and oversees an audit by an outside accounting firm.
6. Provides reports of its audits to the Board Treasurer.
7. Gives the Board a process update, at least quarterly, that describes how the different financial functions are working together to ensure the financial integrity of the Fellowship's funds.
8. Evaluates internal controls and reviews the procedures of each financial function annually and recommends any changes to the Board.

GP-11B. Planned Giving Committee (Approved 6/19/07)

9. Exists to enhance the mission of the Fellowship by encouraging, receiving and administering gifts to the Fox Valley Unitarian Universalist Fellowship Endowment Funds.
10. Is comprised of five members of the Fellowship, no more than two of which are current Governing Board members.
11. Meets at least quarterly with a quorum consisting of three members.
12. Provides complete and accurate records to the Governing Board Treasurer.
13. Reports quarterly to the Governing Board, providing a written summary of Endowment Fund activities and making recommendations regarding fund management.
14. Provides a written summary of Endowment Fund activities at each Annual Meeting of the Fellowship.
15. Maintains written operating procedures which are in accord with Fellowship Bylaws and resolutions adopted by the Congregation.
16. Provides a current set of operating procedures to all committee members, the Governing Board Treasurer and the Fellowship Secretary who maintains the archives.
17. Educates the congregation and promotes awareness of planned gifts through regular publicity and events that highlight the importance of planned giving.

Appendix I – Format for Recording Dates of Original Approval and Amendments to Policies. (Approved 6/19/07)

1. Main headings followed by sub-policies (e.g., EL-6) have no date affixed.
2. Sub-policies have the dates of original approval and subsequent amendments placed within parentheses following the policy title. All dates are retained in sequence.
3. Main headings that stand alone with no sub-policies (e.g., BE-5) are dated as in 2.
4. Amended policies are signed and dated by the Board Secretary. The signature is placed at the bottom of the page on which the amended policy ends, not in the footer.
5. The footer contains only the page number at the right.
6. Amended policies physically replace prior policies in the complete Policy Set.
7. The Fellowship Secretary maintains an electronic archive of the original policy and the amendments to the policy.