



Olympia Unitarian Universalist Congregation

GOVERNANCE MANUAL

I. INTRODUCTION

A. Vision of Governance

1. The Olympia Unitarian Universalist Congregation (OUUC) envisions a world that is loving, just, and healthy. The organization exists to foster the growth and deepening of spiritual understanding among and within the members. Participation in the decision making and governance process is a primary path toward this spiritual development. We know that how we are in relationship as a congregation informs how we are in relationship with our community and the larger world. We use a model of decision making that shares ministry, including shared trust, authority, responsibility, and power.
2. The intent is for leadership to be collaborative, collegial, accountable, and inclusive. Clarity about ultimate responsibility and authority exists along with a democratic and egalitarian spirit. All Congregational members practice transparent decision making, healthy conflict management, and mutual support in their respective roles.
3. OUUC elects its Board of Trustees (Board) to serve as the primary actors in moving the mission of the Congregation forward. The governing role of the Board focuses on development of the living vision guiding the evolution of the institution. The Board also oversees policies that assign responsibilities and limits on decision making in the management of church resources and programs. The Congregation selects a minister to serve as its spiritual, programmatic, and administrative leader. The Minister works within these policies established and monitored by the Board. The Minister provides administrative and spiritual leadership in line with the values of Unitarian Universalism and their call.
4. With few exceptions, which are clearly described in the bylaws and policies, the Minister is responsible for the operational and programmatic decisions of the community. The Minister carries out this role by appropriate delegation of this authority to members of the staff and to members or committees of the Congregation. This role can only be carried out through an active and honest dialogue between the Congregation and its representatives on the Board with the collaboration of the Minister.

5. The governance process:
 - a. Enables the Board to spend more of its time discerning the congregational dreams for the long-term future of the church;
 - b. Empowers the Minister to lead the staff efficiently and responsibly to fulfill the Congregation's mission and goals endorsed by the Board and Congregation;
 - c. Creates a clear policy structure that allocates responsibility for decision making and ensures that the church resources are protected and that its activities support its mission; and
 - d. Empowers the Congregation to share the ministry, working toward a shared vision, mission, and goals.

B. Governance Policies

This manual describes the overarching policies governing the operation of OUUC. It places in context the numerous levels of policy which are used to manage the activities of the Congregation. The Congregation relies on the staff and volunteers to accomplish the work and mission of the community. These activities are guided by the values and policies established through the governance of the church.

C. Overview

1. The written policies of the Congregation operate at multiple levels within the organization.
2. The central authority lies with, and the overall guidance comes from, the Congregation acting as a body to state limits and direction. These policies come from the democratic votes by the Congregation to approve or reject a statement of position or direction, e.g., adopting the bylaws for the organization, entering into an agreement to affiliate with the Unitarian Universalist Association (UUA), deciding to call a particular minister, adopting long-term goals and a statement of mission, and establishing covenants.
3. The second level of direction comes from Board statements, positions, and policies, such as this manual, that further the direction defined by the Congregation. This level of governance creates community-wide structures and boundaries, e.g., creation of certain Board committees (such as the Legacy Giving Committee), the delegation of authority and responsibility on certain matters, creating overarching policies such as those relating to financial matters and, recommendations for Congregational action.
4. The third level of guidance is generated by the Minister in conjunction with the staff and with the advice of the Board. This range of management focuses on the operational issues and process to realize the ends and mission, e.g., detailed personnel and finance procedure, building guidelines,

volunteer assignments, program, and structure of teams or workgroups.

5. There are also multiple levels of program specific process and policy activities managed by program area staff and volunteers, e.g., leadership roles and delegations regarding specific activities and events, Congregational activities, and educational offerings.
6. The purpose of this document is to outline the strategies and processes used to manage these various levels of governance. Many of these activities result in separate statements and documents, e.g., goals and mission statements and various covenants adopted by the Congregation. The products of these practices are outside the scope of this document.

II. OUUC BOARD OF TRUSTEES

A. Role and Duties of the Board

1. General

- a. The Board will govern primarily by discerning and articulating mission; planning for the future; partnering with the Minister; ensuring that resources are cared for and directed to the mission; and holding leaders of the church, including its own members, accountable for their performance.
- b. The Board, in all its activities, has a duty of care to the organization. Each Board member has a legal responsibility to participate actively and use their best judgment in making decisions on behalf of the organization. The Board has a duty of loyalty, such that each member must put the interests of the organization before their personal and professional interests when acting on behalf of the organization in a decision-making capacity. Further, the Board has a duty of obedience, in which Board members bear the legal responsibility of ensuring that the organization complies with all applicable laws and adheres to its mission.

2. Expectations of Board Members

- a. The Board shall cultivate a sense of group responsibility. The Board, not the staff, will be responsible for excellence in governing. The Board shall be the initiator of policy, not merely a reactor to staff initiatives.
- b. The Board shall direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the Congregation's values and perspectives. The Board's major policy focus shall be on the intended long-term impacts outside the staff organization, not on the administrative or programmatic means of attaining those effects.
- c. Board members are expected to hold themselves accountable to the

shared values and goals of the Congregation.

- d. The Board shall enforce upon itself whatever discipline is needed to govern with excellence. Discipline shall 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 policies at any time, it must scrupulously observe those currently in force.
- e. Continual Board development shall include orientation of new Board members in the Board's governance process and periodic Board discussion of process improvement.
- f. The Board shall monitor and discuss the Board's process and performance at each meeting.

B. Code of Conduct for Board Members

1. The Board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as Board members.
2. Board members must demonstrate loyalty to the Congregation unconflicted by loyalties to staff, other organizations, or any personal interests as congregants.
3. Board members must avoid conflict of interest with respect to their fiduciary responsibility.
 - a. There shall be no self-dealing or business by a member with the organization. Members shall annually disclose their involvements with other organizations or with vendors and any associations that might be reasonably seen as representing a conflict of interest.
 - b. When the Board is to decide on an issue about which a member has an unavoidable conflict of interest, that member without comment, shall leave the room and abstain from the vote and the deliberation on the issue.
 - c. Board members shall not use their Board position to obtain employment in the organization for themselves, family members, or close associates. A Board member who applies for employment must first resign from the Board.
4. Board members may not attempt to exercise individual authority over the organization.
 - a. Board members' interaction with the Minister or with staff must recognize the lack of authority vested in individuals except when explicitly authorized by the Board.
 - b. Board members' interactions with the public, the press, or other entities

must recognize the same limitation. Board members must not speak for the Board except to repeat explicitly stated Board decisions.

5. Board members shall respect the confidentiality appropriate to issues of a sensitive nature.
6. Board members must be properly prepared for Board deliberation.
7. Board members must support the legitimacy and authority of the final determination of the Board on any matter, irrespective of the member's personal position on the issue.
8. Board members shall exhibit generosity in contributing their time, talents, and financial resources to OUUC.

C. Board Meetings

1. The Board shall discuss or decide only those issues that clearly are within the Board's authority.
2. Deliberation shall be fair, open, and thorough, but also timely, orderly, and kept to the point.
3. The Board shall meet once every month, though the Board may cancel up to two meetings each year. The Board shall provide notice of each meeting to the Congregation and explain, via the OUUC website or through an electronic newsletter, how Congregants may attend the meeting.
4. There must be a quorum of at least five members to conduct business.
5. The Board shall strive to make decisions by consensus, but, in the absence of consensus, the Board shall follow Robert's Rules of Order, Newly Revised 11th Edition.
6. Any Board member or the Minister may add an item to the Board agenda by submitting it to the Board Secretary at least three days before the scheduled meeting.
7. The President may call a special meeting of Board by giving written or email notice to Board members at least 24 hours before the meeting. In the event of an emergency requiring immediate Board action, the President may poll the Board by email. Any decision reached by email must be ratified at the next regular Board meeting.

D. Duties of Board Officers and Members

1. President
 - a. The Board President, a specially empowered member of the Board, ensures the integrity of the Board's process and may represent the Board to outside parties. The President must ensure that the Board behaves consistently with its own rules and those legitimately imposed on it from outside the organization.

- b. The authority of the President includes making decisions consistent with Board policies except for (1) employment or termination of a Minister and (2) where the Board specifically delegates portions of this authority to others. The President is empowered to chair board meetings with all the commonly accepted power of that position, such as ruling and recognizing.
- c. The President may delegate their authority to other Board members but remains accountable for its use.
- d. The President is a voting member of the Executive Committee.

2. Vice President

- a. The Board Vice President is an officer of the Board and assumes the authority and responsibilities of the Board President in the Board President's absence.
- b. The duties of Vice President include preparing to serve as President the following year, unless they cannot for some unforeseen circumstance.
- c. The Vice President is a voting member of the Executive Committee.

3. Secretary

- a. The Board Secretary is an officer of the Board whose purpose is to ensure the integrity of the Board's records. The assigned result of the Secretary's job is to see to it that all Board documents and filings are accurate and timely.
- b. The Secretary shall record and preserve minutes of all Board meetings, and the minutes must include all decisions made by the Board. The Secretary shall ensure that the minutes are posted on the OUUC website in a timely manner.
- c. The Secretary is a voting member of the Executive Committee.

4. Treasurer

- a. The Board Treasurer is an officer of the Board, whose duty it is to ensure that the Board fulfills its fiduciary responsibility. Accordingly, the Treasurer shall have full access to all OUUC accounts for monitoring and transferring funds among bank accounts in consultation with the Minister.
- b. Treasurer responsibilities shall include:
 - i. Monitoring mortgage loan payments, term changes and status.
 - ii. Monitoring large debts, payments to such debts and ensuring they are paid by the Minister or Minister's staff delegate.
 - iii. Preparing quarterly financial reports with Congregational

expenses and revenues of the church for review by the Board and annually prepare such reports for review by the Congregation.

- iv. Ensuring that benevolence fund expenditures are audited by another Minister on a regular basis.
 - v. Providing appropriate financial information to the Board
 - vi. Monitoring the endowment and other funds and sharing information about such funds with the Board and Congregation as is needed.
 - vii. Ensuring that gifts to the endowment are transferred to the endowment fund and that Board-approved draws from the endowment fund are transferred to support approved church functions, as authorized by the Board.
- c. The Treasurer also has duties relating to various Board Committees or Teams appointed by the Minister, including:
- i. The Financial Consulting Team as described in Section V.A.2
 - ii. The Legacy Giving Committee as described in Section VIII.B.1.
- d. The Treasurer is a voting member of the Executive Committee.

III. DELEGATION OF AUTHORITY BY THE BOARD

A. General Delegation

The Board delegates authority to the Minister to manage the work and resources of the church except as specifically limited or assigned to the Board by this policy, other applicable policies, or other actions of the Board.

B. Responsibilities of the Minister

1. As part of the Minister's duties, the Minister shall:
 - a. Prepare and submit to the Board for approval by February 10 of each year an early draft budget for the upcoming fiscal year for the purposes of the annual Stewardship Drive;
 - b. Consistent with Section V.D., prepare and submit to the Board by May 10 of each year:
 - i. A proposed operational budget for the subsequent fiscal year for consideration by the Board and its recommendation to the Congregation;
 - ii. A proposed capital budget for the subsequent fiscal year, including proposed sources of funding for the capital projects in that budget for consideration by the Board.

- iii. A plan for development of both operational and capital budgets, for the next five years, including proposed sources of funding, for approval by the Board;
 - c. In close consultation, cooperation and with the active support of the Board, organize and ensure that major fundraising initiatives for the financial support of the church are undertaken each year. Those initiatives may include for example, an annual Stewardship Drive, annual auction, or other major fundraising initiatives that may change from time to time.
 - d. Hire staff and set their compensation consistent with the Congregation approved budget;
 - e. Lead and unify the staff and volunteers in directing their efforts toward the fulfillment of the Congregation's mission, vision, and goals;
 - f. Ensure the Minister and staff comply with the bylaws, Board policies, and applicable laws and regulations and in accordance with commonly accepted business practices;
 - g. Uphold a high standard of ethical and professional conduct;
 - h. In accordance with the mission and vision of the Congregation, and with Board policies and priorities, develop annual goals for the staff's work and communicate those to the Board;
 - i. Report to the Board on the work of teams or workgroups that support the Minister and staff;
 - j. Report to the Board about any significant emerging issues, problems, concerns or challenges that are facing the church;
 - k. Ensure that all financial obligations are met in a timely manner;
 - l. Appoint teams or workgroups as necessary to assist in the operation of the church;
 - m. Provide the Board with data and reports as required by the Board to provide a foundation upon which to facilitate discussion of Congregational health, including number of attendees at worship services, percentage of pledge payments at certain marker points in the year, budget/financial measures, and changes in membership;
 - n. Develop procedures governing the backup, retention and destruction of church records, whether in written or electronic form;
 - o. Provide support to the Board; and
 - p. Be a non-voting member of the Executive Committee.
2. Except for those functions listed in Section III.B.1, the Minister may delegate authority to manage the work and resources of the Congregation to members of the staff, teams appointed by the Minister, or members of the Congregation.

3. The Minister shall delegate authority to one or more staff or members of the Congregation to act in the event the Minister is not available or incapacitated.
4. Any substantial delegation of authority shall be in writing, copies of which shall be provided to the Secretary of the Board, who shall maintain them as official Board records.
5. All staff members are ultimately accountable to the Minister, who is accountable to the Board for their performance.
6. The Minister may consult with the Executive Committee on matters within their authority including matters relating to the health of the Congregation.

C. Executive Committee

The Executive Committee shall consist of the President, Vice President, Secretary, and Treasurer as voting members, and the Minister as a non-voting member.

1. The Executive Committee shall create and distribute an agenda for regularly scheduled as well as special Board meetings.
2. The Board of Trustees authorizes the Executive Committee to:
 - a. Conduct the current and ordinary business of the Congregation between regular Board meetings.
 - b. Act on business that may not be current and ordinary business but which in the opinion of the Executive Committee, serves the best interests of the Congregation
 - c. Act on any matter delegated to it by the Board.
3. The Executive Committee may take an action only if at least three or more members of the Executive Committee members approve the action.
4. The Executive Committee's decision shall be subject to the following restrictions:
 - a. The decision shall not change or contradict the vision, mission, or strategic plan of OUUC.
 - b. The decision shall not commit the church to expenditures of more than \$10,000.
5. The Executive Committee shall report any actions it takes at the next regular Board meeting. Any decision or action reported to the Board shall be deemed ratified by the Board unless reversed or modified by the Board.

D. Matters retained by the Board

The following matters are retained by the Board, though the Board may, on a case by-case basis, secure the advice or assistance of the Minister in carrying out these functions:

1. Long-range planning and establishing the vision and goals of the Congregation;

2. Raising funds for the operations and capital needs of the Congregation;
3. Approving the operational budget to be presented to the Congregation;
4. Approving the capital budget.
5. Adopting management policies;
6. Approving any interim or sabbatical minister;
7. Approving any consultant contracts;
8. Taking positions on behalf of OUUC on matters of interest to the public, to the Unitarian Universalist Association, or other entities external to OUUC; and
9. Approving certain financial actions pursuant to Section V.F.

IV. PERSONNEL MATTERS

- A. The Congregation intends to maintain a fair, respectful, safe, organized, inclusive, and supportive work environment to enable all staff to be productive and know their work is valued.
- B. The Board and Minister shall develop and adopt and recommend to the Congregation an annual budget which describes the permanent personnel positions to be funded in the upcoming year.
- C. The Minister has primary responsibility and authority for personnel management including recruiting and hiring of all staff. This includes the development of specific policies to manage the paid and volunteer staff activities in a fair and nondiscriminatory fashion.
- D. Any disagreement or dissent involving staff or congregants should be respectful and non-disruptive.
- E. The Minister shall inform Staff of the policies that apply to their activities, and the Minister shall establish teams and support structures as needed.
- F. The Minister shall establish effective processes to handle grievances.
- G. The Minister may create and recruit temporary positions, expected to last no longer than six months, provided the budget can support the position.
- H. Permanent new positions shall be established in conjunction with the Board during the annual budget process or, if necessary, between budgets if there are adequate funds available.
- I. Employees shall be compensated fairly.
- J. The Minister shall provide Board members with explanations of staff hiring and removal decisions in a timely fashion.

V. FINANCIAL MATTERS

A. Overall Approach

1. The Board and the Minister shall manage its funds and financial operations with prudence, working to ensure the sustained financial stability of the church and its operations. Unless otherwise directed by the Board, the budget shall include an operating reserve equal to, or exceeding, one month's operating expenses.
2. The Minister shall appoint and regularly meet with a Financial Consulting Team, which will assist the Minister in developing financial policies and the annual budget proposal and undertake other duties as defined by the Minister. The Financial Consulting Team shall consist of the Minister, the Business Manager, the Treasurer, and two to three members with expertise in financial management.

B. Development of Financial Policies

The Minister, in consultation with the Board and the Financial Consulting Team, shall adopt finance policies which must address:

1. The prudent management of and use of operating funds;
2. Church accounting and financial controls consistent with accepted best practices of churches of comparable size;
3. Whether and under what circumstances to accept gifts on behalf of the church; and
4. Any other financial topic that the Minister deems appropriate and prudent.

C. Protection of Financial Resources

The Minister shall protect the financial resources of the church by:

1. Maintaining adequate insurance for the building and other assets;
2. Maintaining appropriate liability insurance for board members, staff, and the church, including corporate liability and directors' and officers' insurance;
3. Ensuring that receipt, handling, and disbursement of funds is done with controls that meet generally accepted accounting practices or appropriate organizational accounting standards;
4. Ensuring church property and equipment are kept in working order;
5. Using reserve funds only as authorized in Section V.E.;
6. Establishing a process to pursue pledge income; and
7. Protecting the tax-exempt status of the organization.

D. Budget

1. The Minister, in consultation with the staff, the Financial Consulting Team, and any appropriate Board Committees and Ministerial Teams, shall present an early draft and proposed operational and capital budgets pursuant to Section III.B.1.b.
2. Unless otherwise directed by the Board, the budget shall include an operating reserve equal to, or exceeding, one month's operating expenses.
3. When presenting the proposed budget to the Board, the Minister will express an opinion whether it is adequate to fulfill the Board's priorities and meet the goals and long-range plans of the church.

E. Spending Authority

1. If the Minister foresees any material deviation from budgeted spending, the Minister shall promptly inform the Board and recommend options for adjusting the budget.
2. The Minister may approve overspending up to 10% over the budgeted amount in any major budget category, provided overall spending remains within budget and the adjustment is promptly reported to the Board. Any proposed spending greater than 10% over the budgeted amount in any major budget category must be approved in advance by the Board.
3. The Minister is responsible for all spending out of the organizational accounts, subject to the restrictions contained in this section or as otherwise limited by the Board.
4. Donor-restricted funds shall be used in accordance with donor restrictions, and Board-designated funds shall be used in accordance with Board-approved designations.
 - a. Donor-restricted funds include:
 - i. Choir and Music Fund
 - ii. Piano Maintenance Fund
 - iii. Partner Church Fund
 - iv. Auction Community Fund
 - vi. Warm Windows Fund
 - vii. Nursery Fund
 - viii. General Assembly Scholarship Fund
 - ix. Capital Projects Fund
 - b. Board-designated funds include:
 - i. General Operating Fund
 - ii. General Operating Reserve

- iii. Sabbatical Reserve
 - iv. Building Major Maintenance Fund
 - c. Upon recommendation of the Financial Consulting Team, the Board will review these funds and eliminate those that no longer serve a purpose.
 - d. In addition, there may be temporary restricted funds, including charitable funds, such as “Raise the Paddle” funds generated at the annual auction.
5. Reserve funds, both restricted and unrestricted, should be spent in accordance with the named purpose of the fund.

F. Board Approval

1. The following financial actions require Board approval:
 - a. Setting or changing compensation for any staff position, or material changes to the benefits package;
 - b. Lending or borrowing funds, or purchasing, selling or encumbering real estate;
 - c. Use of endowment funds;
 - d. Opening or closing bank and investment accounts;
 - e. Making or authorizing any expenditure greater than \$5,000;
 - f. Acquiring or disposing of real property; and
 - g. Establishing compensation and benefits for the Minister or for staff.

G. Financial Reviews

1. At least every three years, the Board shall ensure that a financial review is conducted on the church’s financial records and policies and that the review team report the results to the Board. If finances permit, the review should be done by a qualified professional auditor.
2. Financial reviews shall be conducted by the Financial Review Committee in the manner outlined in Section VIII.B.3.b

H. Receipt and Acknowledgement of Gifts

1. There are three types of gifts to OUUC:
 - a. Stewardship gifts: gifts made either during the year as part of the annual Stewardship Drive, or made at any other time of the year, in support of the overall Stewardship effort of the church.

- b. Major gifts: gifts made outside of the annual Stewardship Drive that are either intended to be used by the Board for any purpose (unrestricted) or for a specific purpose (restricted).
 - c. Legacy gifts: planned gifts made by a person's estate, usually through a bequest or other estate planning mechanism. These may be restricted, either for the Endowment Fund or for another purpose, or unrestricted.
2. Any gift of stocks and bonds will be immediately converted to cash by the Business Manager, Treasurer, or other person designated by the Minister.
3. The Minister shall establish a process by which all gifts of cash are acknowledged in a timely manner.
4. Any proposed gift of real property, personal property, or stocks or bonds must be accepted by the Minister or the Minister's designee. In making the decision on whether to accept such gifts, the Minister or their designee shall consider whether acceptance would be consistent with the values and goals of the church and whether there are considerations that would make acceptance impractical.
5. Any gift, including a bequest, to the Endowment Fund of \$2,500 or more, shall be acknowledged by a leaf on the Endowment Tree in the Commons.

I. Endowment Fund

1. The Board shall maintain an Endowment Fund under the general oversight of the Legacy Giving Committee
2. Investment of the Endowment Fund
 - a. The Legacy Giving Committee shall research investment options for the Endowment Fund and recommend the optimal investment strategy to the Board.
 - b. The Board Treasurer may hold gifts to the Endowment fund in a general account until that account reaches a balance of \$5,000, at which point the Treasurer will transfer the balance to the investment fund chosen by the Legacy Giving Committee.
 - c. The Legacy Giving Committee shall establish acceptable levels of risk and expected investment performance levels for the investment strategies it recommends and the Board adopts, for the Endowment Fund. Investment performance will be monitored by the Board annually; other investment strategies will be considered if the Board believes that the Fund performance is below anticipated long-term levels.
3. Management of Endowment Funds

- a. The Legacy Giving Committee in collaboration with the Treasurer shall regularly monitor the statements from the selected investment fund to stay informed regarding the performance of the investments.
 - b. The Legacy Giving Committee will, within a reasonable time after the end of each year, report to the OUUC Board and the Congregation on:
 - i. The investment strategy of the Endowment Fund;
 - ii. The number of gifts received in a fiscal year and the total amount of endowment gifts received in that year;
 - iii. The total size of the Endowment Fund and any growth in the principal during that fiscal year.
 - c. The Business Manager shall maintain reports received from the investment company or manager of the Endowment Fund and make them available to the Board to include in regular financial reports.
4. Disbursements from the Endowment Fund:
- a. The Board of Trustees, upon the recommendation of the Minister, may approve in a given fiscal year requested expenditures from the Endowment Fund if the principal has reached \$500,000 in value at the end of the prior fiscal year. Expenditures from the fund shall be capped at 4.5% of the average of the principal balance at the end of the previous 12 quarters.
 - b. Notwithstanding the above, in the event there is a donation to the endowment of greater than 5% of the value of the endowment and the donor expresses a desire that the donation be put to immediate use, the Board may direct that the annual draw from the endowment include up to 4.5% of the amount of that donation.
 - c. The Board may use the funds as it sees fit in either the operating or capital budget.
 - c. In no circumstances shall any spending be authorized if the principal falls below \$500,000.

VI. CARE FOR MEMBERS AND GUESTS

The Congregation intends to be a respectful, inclusive, supportive, antiracist, and welcoming religious organization that affirms and promotes the Unitarian Universalist Association principles and the Congregation's values.

1. Responsibility

The Minister and staff are responsible for creating and maintaining conditions

and practices to ensure members, guests, program participants, and church partners and collaborators are treated respectfully in a safe, dignified, non-intrusive manner with appropriate confidentiality.

2. Physical Conditions

The Minister and staff are responsible for maintaining church facilities in a safe, sanitary, accessible and secure condition. This includes promptly responding to any known hazards and for maintaining appropriate plans for responding to reasonably foreseeable emergencies and for obtaining appropriate property, accident, and other forms of insurance.

3. Disruptive Behavior

To sustain an atmosphere that is truly open to a wide variety of individuals, the Congregation must firmly and promptly address behavior that compromises the physical or emotional safety of any adult or child or discourages the free exchange of opinions and beliefs. The Board shall develop policies to ensure maintenance of this atmosphere.

4. Child Protection

Because of the church's special responsibility for children and youth in its care, the staff must maintain and enforce clear procedures for the selection, training, and supervision of anyone who works with persons aged eighteen and younger.

5. Firearms

- a. The church prohibits the possession or carrying of weapons within all of its owned or leased facilities. This prohibition includes private citizens, members, guests, and staff with or without permits to carry weapons.
- b. This policy does not apply to law enforcement officers or armed private security guards (hired by the OUUC or renters, who are licensed to act in the state of Washington under RCW 18.170) who carry firearms or other lethal weapons on church premises in the performance of their official duties.

VII. MONITORING

A. General

1. The responsibility for the activity and performance of the church rests primarily with the Members of the Congregation. It is important that each Member communicates, to the best of their ability, their individual hopes, and expectations for the actions of the organization. It is the role of the Board is to regularly synthesize these hopes and expectations, facilitate an ongoing dialogue regarding these aspirations, and report to the Congregation on the organization's progress toward realizing these goals. The Congregation

measures progress through monitoring.

2. Monitoring should involve the whole Congregation.
3. The steps in monitoring the Congregation's activities must necessarily be an organic and constantly evolving process of governance shared primarily by the Minister and the Board as the representatives of the Congregation.

B. Assessment of Minister

1. The Board is responsible for evaluating the Minister's performance in fulfilling their obligations under the Congregational contract and their work in assistance in achieving the Congregational goals.
2. In cooperation with the Minister, the Board will develop criteria and processes for evaluating the Minister and related ministries. Such criteria and processes should include:
 - a. A regular review of the performance of the Minister and seeking information about programmatic and pastoral areas that may warrant greater attention;
 - b. Discussion and review of subjective and anecdotal information collected as part of the ongoing communication throughout the Congregation and larger community; and
 - c. Other criteria designed to ascertain fairly the performance of the Minister.

C. Assessment of Board

The Board and Minister are responsible for assessing the performance of the Board annually. This should include a review of both Board process (e.g., attendance and completion of planned activities) and analysis of impact on Congregational goals.

D. Assessment of Staff

The Minister is responsible for the performance of paid staff members and shall evaluate their activity against written policies and individual goals on an ongoing basis.

VIII. BOARD COMMITTEES

A. General

1. Distinction between Committees and Teams

- a. OUUC's bylaws, paragraph 6.A, states that "[t]he Board may authorize certain standing and temporary Committees to perform designated functions to further the work of the Board."
- b. The Minister may establish "Teams" to assist in the performance of those administrative functions assigned to the Minister.
- c. "Teams" are created by the Minister. "Committees" are created by the

Board.

2. Purpose of Board Committees

- a. Board Committees exist at OUUC and have connections to the Board as described below. (These groups may also have connections to the staff.) Each of these groups shall periodically (and at least annually) update the Board on their work, as requested by the Board President or at the request of the Committee.
- b. The Board, in consultation with the Minister, shall collaborate on a process for regularly identifying members for each Committee and, if applicable, in the selection of the Committee chair. The Committees shall establish their own processes and cadence for completing their assigned responsibilities.
- c. The Minister, in conjunction with the Board, shall communicate Committee information to the staff as needed.
- d. This policy applies to any group that is formed by Board action, whether or not it is called a committee and regardless of whether the group includes Board members. It does not apply to Teams formed by the Minister.

3. Board Committee Principles

- a. Board Committees are to help the Board do its job and not to advise or direct staff. Committees ordinarily will assist the Board by preparing policy alternatives and implications for Board deliberation. In keeping with the Board's broader focus, Board Committees shall normally not have direct dealings with current staff operations except in situations where staff are necessary to the fulfillment of the Committee's purpose, such as part of a financial review or in fundraising.
- b. Board Committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Expectations and authority shall be carefully stated in order not to conflict with authority delegated to the Minister.
- c. Board Committees cannot exercise authority over staff. The Minister works for the full Board and is therefore not required to obtain the approval of a Board Committee before an executive action.
- d. Board Committees are to avoid over-identification with organizational parts rather than the whole.

4. Board Liaisons

A Board member shall serve as liaison for each Board Committee, to update the Board about the activities of each Committee. The liaison should submit a written report to the Board by the Friday prior to each Board meeting. The

liaison is to facilitate communication with the Board. The liaison is not expected to serve on or undertake work for the Committee they represent.

B. Board Committees

1. Legacy Giving Committee

- a. The Legacy Giving Committee is an ongoing standing committee of the Board. It consists of at least three members appointed by the Board from members of the Congregation. No more than two Committee members shall be sitting members of the Board. Members shall serve staggered three-year terms. In addition, the Treasurer shall serve as an *ex officio* member of the Committee.
- b. Duties of the Legacy Giving Committee include:
 - i. Soliciting planned gifts such as those in wills, trusts, or other estate planning documents of OUUC congregants.
 - ii. Soliciting gifts to the OUUC Endowment Fund.
 - iii. Overseeing and managing the OUUC Endowment Fund, as detailed in Section V.I and making recommendations to the Board about uses of funds drawn from the Endowment Fund.
 - iv. Ensuring that those making legacy gifts to the Endowment Fund, or any other gift to the Endowment of \$2,500 or more, receive acknowledgment by a leaf on the endowment tree in the Commons.
 - v. Ensuring that those making legacy gifts or gifts to the Endowment Fund receive appropriate and timely acknowledgment of those gifts.

2. Governance Committee

- a. The Governance Committee consists of at least three members who shall serve staggered three-years terms. The Board shall appoint the members from members of the Congregation, and no more than two members shall be a sitting member of the Board.
- b. The Governance Committee shall:
 - i. Review at least annually the Governance Manual and Bylaws and make recommendations for revisions to the Board, and, in the course of such review, solicit input from the members of the Board, the Minister, and members of the Congregation. The Committee shall make its report to the Board in writing no later than April 1st.
 - ii. Monitor actions of the Board to determine if it is performing in a timely manner the functions assigned to it under the Governance Manual.
 - iii. If requested by the Board, conduct training on governance for new Board Members.
 - iv. Consider requests from members of the Congregation to amend the Bylaws or Governance Manual and make a recommendation to the Board regarding such requests.
 - v. Perform other tasks as requested by the Board.

3. Financial Review Committee

- a. The financial Review Committee consists of three members, at least two of whom shall have experience in, or knowledge of, church finance. The Board shall appoint the members from members of the Congregation. No member of the Board shall be a Committee member. The members shall serve rotating three-year terms, but members may serve more than one term and should be encouraged to do so.
- b. The Financial Review Committee shall conduct an internal financial review of OUUC finances at least every three years to include:
 - i. A review of all relevant OUUC policies relating to financial matters, including those specifying who has authority to make expenditures from various accounts, to determine if they were followed;
 - ii. An examination of prior financial reviews to determine whether the recommendations of those reviews have been implemented;
 - iii. A review of monthly and year-end Financial Management Reports and Treasurer's Reports;
 - iv. A review of transactions, or a significant sample of transactions, to ensure they have been entered into the OUUC books accurately; and,
 - v. Other tasks as requested by the Board or the Minister.
- c. The Minister, Staff and Board shall cooperate with the Committee and provide it with the information the Committee deems necessary.
- d. The Committee shall report its finding in writing to the Board and Minister.

Updated and amended October 2025

Updated and amended March 2026