

POLICY #1: COORDINATING TEAM LIMITATIONS

GENERAL COORDINATING TEAM CONSTRAINT

The Coordinating Team shall not cause or allow any practice, activity, decision or organizational circumstance that is imprudent or in violation of: our Unitarian Universalist principles, the Bylaws of the Unitarian Universalist Church of Charlotte (UUCC), the UUCC's mission statement, commonly accepted business and professional ethics or any laws.

1. Dealings with staff and volunteers shall not be inhumane, unfair or disrespectful.
2. Budgeting for any fiscal period shall not deviate materially from Board *Ends*, risk fiscal jeopardy nor fail to show a generally acceptable level of foresight.
3. Actual financial conditions at any time shall not cause fiscal jeopardy or compromise Board *Ends*.
4. Information and advice to the Board will have no significant gaps in timeliness, completeness, or accuracy.
5. Assets may not be unprotected, inadequately maintained or unnecessarily risked.
6. Compensation and benefits shall not deviate materially from Unitarian Universalist Fair Compensation Guidelines and/or market standards.
7. There shall be no conflict of interest in awarding purchases or other contracts.

POLICY #2: COORDINATING TEAM LIMITATIONS

STAFF TREATMENT

With respect to treatment of paid and volunteer staff, the Coordinating Team may not cause or allow conditions which are inhumane, unfair, or disrespectful.

Accordingly, they may not:

1. Discriminate against staff or differentiate on other than clearly job-related, individual performance or qualifications.
2. Subject staff to unsafe or unhealthy conditions.
3. Withhold from staff a due-process grievance procedure, able to be used without recrimination.
4. Prevent staff from expressing a grievance to the Board when: a) internal grievance procedures have been exhausted and b) the staff member alleges either that (i) Board policy has been violated to his/her detriment or (ii) Board policy does not adequately protect his/her human rights.

POLICY #3: COORDINATING TEAM LIMITATIONS

COMPENSATION AND BENEFITS

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

Accordingly, they may not:

1. Change their own compensation and benefits as established by the Board.
2. Promise or imply permanent or guaranteed employment.
3. Establish current compensation and benefits that:
 - A. Deviate materially from the Unitarian Universalist Fair Compensation Guidelines and/or the geographic or professional market for the skills employed.
 - B. Create obligations over a term longer than revenues can be safely projected. In any event, compensation and benefits are always subject to adjustment based on budget shortfall.
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 which incur unpredictable future costs.
 - B. Provide less than some basic level of benefits to all full time employees, though differential benefits to encourage longevity in key employees are not prohibited.
 - C. Cause any employee to lose benefits already accrued.

POLICY #4: COORDINATING TEAM LIMITATIONS

FINANCIAL PLANNING

With respect to financial planning (budgeting for all or any remaining part of a fiscal period), the Coordinating Team may not jeopardize either programmatic or fiscal integrity of the organization.

Accordingly, they may not cause or allow budgeting that:

1. Fails to provide to the Board a balanced budget proposal by a date specified by the Board.
2. Contains too little detail to enable reasonably accurate projection of: revenues and expenses, separation of capital and operational items, cash flow and subsequent trails, and disclosure of planning assumptions.
3. Plans the expenditure in any fiscal year of more funds than are conservatively projected to be available in that period.
4. Results in a projected cash balance of less than \$10,000 at anytime.
5. Deviates materially from Board-stated priorities (see *Ends* policies) in its allocation among competing budgetary needs.

POLICY #5: COORDINATING TEAM LIMITATIONS

FINANCIAL CONDITION

With respect to the actual, ongoing condition of the organization's financial health, the Coordinating Team may not cause or allow the development of fiscal jeopardy or material deviation from Board-stated priorities.

Accordingly, they may not:

1. Expend more funds than have been received in the fiscal year to date unless the debt guideline (below) is met.
2. Indebt the organization in an amount greater than can be repaid by certain, otherwise, unencumbered revenues within 90 days.
3. Use any Long Term Reserves.
4. Borrow from designated funds in amounts greater than can be repaid within 30 days.
5. Allow cash to drop below the amount needed to settle payroll and debts when due.
6. Allow actual allocations to deviate materially from Board priorities in *Ends* policies.

POLICY #6: COORDINATING TEAM LIMITATIONS

ASSET PROTECTION

With respect to proper stewardship of the UUCC's assets, the Coordinating Team may not risk losses beyond those necessary in the normal course of business.

Accordingly, they may not:

1. Fail to insure against theft, casualty losses to at least 80 percent replacement value and against liability losses to Board members, staff or the organization itself to at least the minimally acceptable prudent level.
2. Allow unbonded staff access to material amounts of funds.
3. Subject plant and equipment to improper wear and tear or insufficient maintenance.
4. Unnecessarily expose the organization, its Board or staff to claims of liability or risk the non-profit status.
5. Make on their own authority any purchases not provided for in either the capital or operating budgets. Make any purchase or enter into any contract of over \$1,000 without at least two competitive bids.
6. Receive, process, or disburse funds under controls insufficient to meet generally accepted accounting principles.
7. Invest operating capital in insecure instruments, including uninsured checking accounts and bonds of less than AA rating.
8. Fail to protect intellectual property, information, and files from significant damage or breach of confidentiality, excluding the work of called ministers of the church who are the sole owners of their intellectual property.

POLICY #7: COORDINATING TEAM LIMITATIONS

COMMUNICATION AND COUNSEL TO THE BOARD

With respect to providing information and counsel to the Board, the Coordinating Team may not cause the Board to be uninformed or misinformed.

Accordingly they may not:

1. Fail to inform the Board of relevant trends, anticipated adverse media coverage, public events of the organization, or material external and internal changes, particularly where relevant to existing Board policy.
2. Fail to submit the monitoring data required by the Board policy “Monitoring Coordinating Team Performance” in a timely, accurate and understandable fashion, directly addressing provisions of the Board policies.
3. Fail to present relevant information to the Board in a manner that is timely, accurate, complete, concise, and understandable and that facilitates decision making.
4. Fail to recommend changes in Board policies when needed.
5. Make public statements implying an official position of the congregation or Board on controversial social, political, and/or congregational issues unless those positions have been formally adopted by the congregation or Board. Nothing in this policy shall be construed to infringe upon the freedom of the pulpit.
6. Communicate with individual Board members on matters that should be considered by the Board as a whole, except when responding to members duly charged by the Board.
7. Fail to report in a timely manner any actual or anticipated non-compliance with any policy of the Board.

POLICY #1: GOVERNANCE PROCESS

GOVERNING STYLE

The Board will approach its task with a style that emphasizes strategic leadership more than administrative detail, clear distinction of Board and staff roles, future rather than past or present, and proactivity rather than reactivity.

In this spirit, the Board will:

1. Focus chiefly on intended long term impacts (*Ends*), not on the administrative or programmatic means of attaining those effects.
2. Direct, control and inspire the organization through the careful establishment of the broadest organizational values and perspectives (policies). Policies will address
 - A. Ends: What benefits for which needs at what cost,
 - B. Coordinating Team Limitations: Boundaries of prudence and ethics to be observed by Coordinating Team,
 - C. Governance Process: Board role and responsibilities, and
 - D. Board-Coordinating Team Relationship: Linkage between Board and Coordinating Team.
3. Enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to attendance, policy making principles, respect of clarified roles, speaking with one voice and self-policing of any tendency to stray from governance adopted in Board policies.
4. 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.
5. Monitor, record, and regularly discuss the Board's process and performance to support the Board's competence.
6. Be an initiator of policy, not merely a reactor to staff initiatives. The Board, not the staff, will be responsible for Board performance.

POLICY #2: GOVERNANCE PROCESS

BOARD JOB CONTRIBUTIONS

The job of the Board is to make certain contributions that lead the congregation toward the desired *Ends*.

Consequently, the Board serves the congregation by:

1. Representing and acting on behalf of the congregation in governing the UUCC.
2. Writing and monitoring governance policies that, at the broadest levels, address:
 - A. *Ends*: Objectives that will guide all activities of the UUCC (what benefits, for whom, at what cost).
 - B. *Coordinating Team Limitations*: Boundaries of prudence and ethics to be observed by the Coordinating Team.
 - C. *Governance Process*: Specification of how the Board conceives, carries out, and monitors its own tasks.
 - D. *Coordinating Team-Board Relationship*: How power is delegated and its proper use monitored.
3. The assurance of Coordinating Team performance (compliance with policies 2A, 2B and 2D above).

POLICY #3: GOVERNANCE PROCESS

ROLE OF THE CHAIR

The Chair serves the Board by ensuring the integrity of its process. The Chair is the only person authorized to speak for the Board other than in specifically authorized instances.

1. The Chair ensures that the Board behaves consistently with its own rules and with those legitimately imposed upon it from outside the organization.
 - A. The Chair is empowered to chair Board and congregational meetings with all the commonly accepted power of that position (e.g. ruling, recognizing).
 - B. Board meeting discussion content will be only those issues that, according to Board policy, clearly belong to the Board, not the Coordinating Team.
 - C. Deliberation will be timely, fair, orderly and thorough, but also efficient and kept to the point.
 - D. The Chair's authority does not extend to supervising, interpreting Board policies to, or otherwise directing the Coordinating Team.

POLICY #4: GOVERNANCE PROCESS

BOARD MEMBERS CODE OF CONDUCT

The Board expects of itself and its members ethical and businesslike conduct. This commitment includes proper use of authority and appropriate decorum in group and individual behavior when acting as Board members.

1. Board members must represent unconflicted loyalty to the interests of the congregation. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other boards or staffs. This accountability supersedes the personal interest of any Board member acting as an individual member of the UUCC.
2. Board members must avoid any conflict of interest with respect to their fiduciary responsibility.
 - A. There must be no self-dealing or any conduct of private business or personal services between any Board member and the UUCC except as procedurally controlled to assure openness, competitive opportunity and equal access to “inside” information.
 - B. Board members must not use their positions to obtain for themselves, family members or close associates employment within the UUCC.
 - C. Should a Board member be considered for employment by the UUCC, she or he must temporarily withdraw from Board deliberation, voting and access to applicable Board information.
 - D. Should a Board member become employed by the UUCC or act as a paid consultant, he or she must resign from Board service.
3. Board members may not attempt to exercise individual authority over the UUCC except as explicitly set forth in Board policies.
 - A. Board members’ interaction with the Coordinating Team or with other staff must recognize the lack of authority in any individual or group of Board members.
 - B. Board members, except for the Chair, must not attempt to speak for the Board in their interaction with the public, press or other entities.
 - C. Board members will make no judgments of the Coordinating Team or staff performance except as that performance is assessed against explicit Board policies by the official process.

POLICY #5 GOVERNANCE PROCESS

COMMITTEE PRINCIPLES

The Board may establish committees to help carry out its responsibilities. Committees will be used sparingly, only when other methods have been deemed inadequate. Committees will be used so as to minimally interfere with the wholeness of the Board's job, and so as never to interfere with delegation from Board to Coordinating Team.

1. Board committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Such authority will be carefully stated so as not to conflict with authority delegated to the Coordinating Team.
2. Board committees are to help the Board do its job, not to help the staff do its jobs. Committees will assist the Board chiefly by preparing policy alternatives and implications for Board deliberation.
3. If a Board committee is used to monitor organizational performance in a given area, the same committee will not have helped the Board create policy in that area. This is to prevent committee over-identification with an organizational part rather than the whole.
4. Board committees cannot exercise authority over staff and will not ordinarily have direct dealings with current staff operations. Further, the Board will not impede its direct delegation to the Coordinating Team by requiring approval by a Board committee before any staff action. The Coordinating Team works for the Board, never for a Board committee or officer.
5. This policy applies only to committees which are formed by Board action, whether or not the committees include non-Board members. It does not apply to committees formed under the authority of the Coordinating Team.

POLICY #1 BOARD-COORDINATING TEAM RELATIONSHIP

DELEGATION TO THE COORDINATING TEAM

The Board's responsibility is generally confined to establishing topmost policies, leaving implementation and subsidiary policy development to the Coordinating Team. *Ends* policies direct the Coordinating Team to achieve certain results; *Coordinating Team Limitations* policies constrain the Coordinating Team to act within acceptable boundaries of prudence and ethics. All Board authority delegated to staff is delegated through the Coordinating Team, so that all authority and accountability of staff can be understood as authority and accountability of the Coordinating Team.

1. The Coordinating Team is authorized to establish all further policies, make all decisions, take all actions and develop all activities that are true to the Board's policies. The Board may, by extending its policies, rescind areas of the Coordinating Team's authority. Otherwise the Board will respect the Coordinating Team's choices. This does not prevent the Board from obtaining information about activities in the delegated areas.
2. No Board member, officer, or committee has authority over the Coordinating Team. Information may be requested by an individual Board member or committee, but if such request, in the Coordinating Team's judgment, requires a material amount of staff time, or is in violation of Coordinating Team Limitation Policy #7.6, it may be refused.
3. The Coordinating Team may not perform, allow or cause to be performed any act which is contrary to explicit Board constraints (see *Coordinating Team Limitations* policies).
4. Should the Coordinating Team deem it necessary to violate Board policy, they shall inform an officer of the Board. Informing is simply to guarantee no violation may be intentionally kept from the Board, not to request approval. Officer response, either approving or disapproving, does not exempt the Coordinating Team from subsequent Board judgment of the action nor does it impede any Coordinating Team decision.

POLICY #2 BOARD-COORDINATING TEAM RELATIONSHIP

COORDINATING TEAM CONTRIBUTION

As the Board's single official link to the operating organization, the Coordinating Team is accountable for all organizational performance and exercises all authority transmitted into the organization by the Board. Coordinating Team performance will be considered to be synonymous with organizational performance as a total.

Consequently, the Coordinating Team's contributions can be stated as performance in only two areas:

1. Accomplishment of congregational *Ends* as stated in Board policies.
2. Organizational operation within the boundaries of prudence and ethics established in Board policies on Coordinating Team Limitations.

POLICY #3 BOARD-COORDINATING TEAM RELATIONSHIP

MONITORING COORDINATING TEAM PERFORMANCE

Monitoring Coordinating Team performance is synonymous with monitoring organizational performance against Board policies on *Ends* and on Coordinating Team Limitations. Monitoring will be systematic and efficient, using a minimum of Board time so that meetings can be used to create the future rather than review the past.

2. The purpose of monitoring is simply to determine the degree to which Board policies are being fulfilled.
3. A given policy may be monitored in one or more of the following ways:
 - A. INTERNAL REPORT: Disclosure of compliance information to the Board from the Coordinating Team.
 - B. EXTERNAL REPORT: Discovery of compliance information by a disinterested, external auditor, inspector or judge who is selected by and reports directly to the Board. Such reports must assess Coordinating Team performance only against policies of the Board, not the external party, unless the Board has previously indicated that party's opinion to be the standard.
 - C. DIRECT BOARD INSPECTION: Discovery of compliance information by a designated Board member or committee or the Board as a whole. This inspection of documents, activities, or circumstances directed by the Board allows a "prudent person" test of policy compliance.
4. All policies that instruct the Coordinating 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 a routine schedule.

UCC Monitoring Schedule

Monthly, internal reports:

- Financial Condition
- Ends

Quarterly internal reports: None at this time.

Annual internal reports:

- Staff Treatment
- Compensation and Benefits
- Financial Planning

- Asset Protection
- Communication and Counsel

Annual external report: None at this time.

POLICY	METHOD	FREQUENCY	MONTH DUE
Staff Treatment	Internal Report	Annual	
	Direct Inspection	Annual	
Compensation & benefits	Internal Report	Annual	
Financial Planning (budget)	Internal Report	Annual	
	Direct Inspection	Annual	
Financial Condition	Internal Report	Monthly	
	Direct Inspection	Annual	
Asset Protection	Internal Report	Annual	
	Direct Inspection	Annual	
Communication and Counsel	Internal Report	Annual	
<i>Ends</i>	Internal Report	Monthly	
	Direct Inspection	Annual	

At least 3 days prior to the Board meeting, Board members will receive the agenda for the monthly meeting, minutes of the previous meeting and all internal reports due that month.