

**River Road Unitarian Universalist Congregation
Governance Task Force**

Establishing RRUUC's Future Governance Approach

Governance Task Force:

- Alan Edmond
- Lis Handley
- Rev. Nancy Ladd – Ex Officio
- Kathleen Madigan
- Katherine Mazzaferri
- Lisa Orange
- Joe Saliunas
- Andy Taylor – Ex Officio
- Jerry Temchin
- Joan Zenzen – Chair

November 17, 2013

This document provides an overview of the work of the RRUUC Governance Task Force

Contents

- Governance Task Force Charter
- Timeline
- Characteristics of the governance approaches of congregations with 400 to 800 members
- A general form of policy governance recommended instead of a strict Carver approach
- Proposed RRUUC governance operating model
- Significant changes from our current approach
- Top-level roles and processes addressed
- Recommended next steps

The RRUUC Board chartered the Governance Task Force in 2011 to create policies that enable oversight, evaluation of results, and stewardship of organizational resources

Topics Addressed by the Task Force

- Should we adopt some form of policy governance?
- Has the practice of Board liaisons to committees outlived its usefulness?
- What should be the roles and responsibilities of the Senior Minister?
- How do we best institutionalize our governance approach so that it continues year to year and does not vary year-to-year based upon who is Board chair?
- How do we define the roles of staff that establishes their authority?
- How do we create an overall accountability structure?
- How can we reduce the time commitment of board members so that functioning is more robust and accessible to younger members who may have full time jobs and parenting responsibilities?
- How do we define the Board's role so it is clear the Board deals with questions of fundamental vision, mission, and policy rather than administrative problems and details?
- How do we align governance with the strategic plan?
- How do we establish a culture of collaboration?

The goal is to pilot a new governance approach starting in 2014

Phase	Evaluate Alternatives (complete)	Develop Proposed Approach (ongoing)	Implement Pilot	Institutionalize new approach
Timeframe	Sep 2011 – Apr 2013	Jan 2013 – Jan 2014	Jan 2014 – May 2015	June 2015 on
Task Force Activities	<ul style="list-style-type: none"> •Document “as is” governance approach •Survey other congregations •Identify preliminary policy-based governance alternatives •Engage consultant 	<ul style="list-style-type: none"> •Develop proposed governance approach for key roles and processes (complete) •Develop implementation plan 	<ul style="list-style-type: none"> •Implement pilots •Refine proposed governance approach based on lessons learned •Work with committees to develop charters and processes consistent with high-level approach 	<ul style="list-style-type: none"> •Develop charter for Governance Committee (and sunset Governance Task Force)
Congregation Outreach	<ul style="list-style-type: none"> •Engage key staff and lay leaders to validate “as is” governance approach 	<ul style="list-style-type: none"> •Engage congregation in proposed vision following presentation to Board 	<ul style="list-style-type: none"> •Engage congregation in proposed governance and implementation approach – educate and inform 	
Task Force Work Products	<ul style="list-style-type: none"> •Presentation/report on “as is” RRUUC governance •Consultant report on “RRUUC Governance Examination” 	<ul style="list-style-type: none"> •Report to Congregation on recommended governance approach •Implementation plan 	<ul style="list-style-type: none"> •Report to Board on pilot and recommendation •Proposed By-Laws changes 	<ul style="list-style-type: none"> •Charter for Governance Committee (standing Board Committee)
Board Decisions/ Actions		<ul style="list-style-type: none"> •Vote to approve working group recommendations •Vote to approve implementation plan 	<ul style="list-style-type: none"> •Vote on proposed By-Laws changes to put to Congregational vote at 2015 Annual meeting 	

Our recommended governance approach is driven by best practices for congregational governance – we recommend most (but not all) best practices

Characteristics of a Congregation with 400 to 800 and a budget of \$1 to \$2M *

- Lay leaders who don't have the time and energy to "staff" the programs and administrative functions of the church
- Team of staff specialists who sustain excellence in programming
- Growth as a function of budget, facilities, and staff and members to sustain excellence
- Multiple worship services designed to meet the needs and interests of a variety of members
- Ability to bring new people in the door, keep track of them, and engage them in activities beyond Sunday worship
- A Senior Minister who focuses on the governing board, the staff, and key lay leaders
- A Senior Minister who focuses on vision formulation, financial sustainability, and managing the collective performance of the staff team
- An executive leadership team, sometimes including selected lay leaders, that coordinates and guides the work of the staff (***we recommend this be assigned to the Senior Minister***)
- An administrator who manages the day-to-day financial, personnel, building maintenance, and information technology needs (***we recommend administrator report to the Senior Minister***)
- A governing Board that works with the minister on vision articulation, creates policy and systems for managing performance, maintains accountability, and focuses on strategic board functions

*Susan Beaumont, Insider the Large Congregation

The task force recommends a general form of policy governance rather than applying a strict Carver model

Example Table of Contents of UU Church implementing strict Carter model

GLOBAL BOARD-EXECUTIVE LINKAGE

- LNK Policy #1: UNITY OF CONTROL
- LNK Policy #2: ACCOUNTABILITY OF THE EXECUTIVE
- LNK Policy #3: DELEGATION TO THE EXECUTIVE
- LNK Policy #4: FUNDRAISING
- LNK Policy #5: INTENTIONAL POLICY VIOLATION
- LNK Policy #5: INTENTIONAL POLICY VIOLATION
- LNK Policy #6: MONITORING EXECUTIVE PERFORMANCE
- LNK Policy #7: EXECUTIVE COMPENSATION AND BENEFITS
- LNK Policy #8: DISCIPLINARY POLICY

GLOBAL MINISTRY POLICY.....

- MS Policy #1: MINISTERIAL CODE AND GUIDELINES.....
- MS Policy #2: SABBATICAL LEAVE POLICY.....
- MS Policy #3: DIRECTOR OF LIFESPAN FAITH DEVELOPMENT

APPENDIX A: GLOSSARY OF TERMS

ENDS

- GLOBAL WSUUC STATEMENT OF PURPOSE.....
- THE PRINCIPLES OF THE UNITARIAN UNIVERSALIST ASSOCIATION
- COVENANT AMONG MEMBERS OF THE BOARD OF TRUSTEES
- END POLICY #1: TRANSCENDENT WORSHIP
- END POLICY #2: NURTURING, INCLUSIVE COMMUNITY
- END POLICY #3: LIFESPAN FAITH DEVELOPMENT
- END POLICY #4: SERVICE.....
- END POLICY #5: SPREADING THE NEWS
- END POLICY #6: ANTI-RACISM.....
- END POLICY #A: CARE COVENANT
- END POLICY #B: FULL ACCESS POLICY
- END POLICY #C: MISSION OF THE WEST SHORE CHILD CARE CENTER.....
- END POLICY #D: CHILD AND YOUTH PROTECTION POLICY (AKA SAFE CONGREGATION POLICY).....

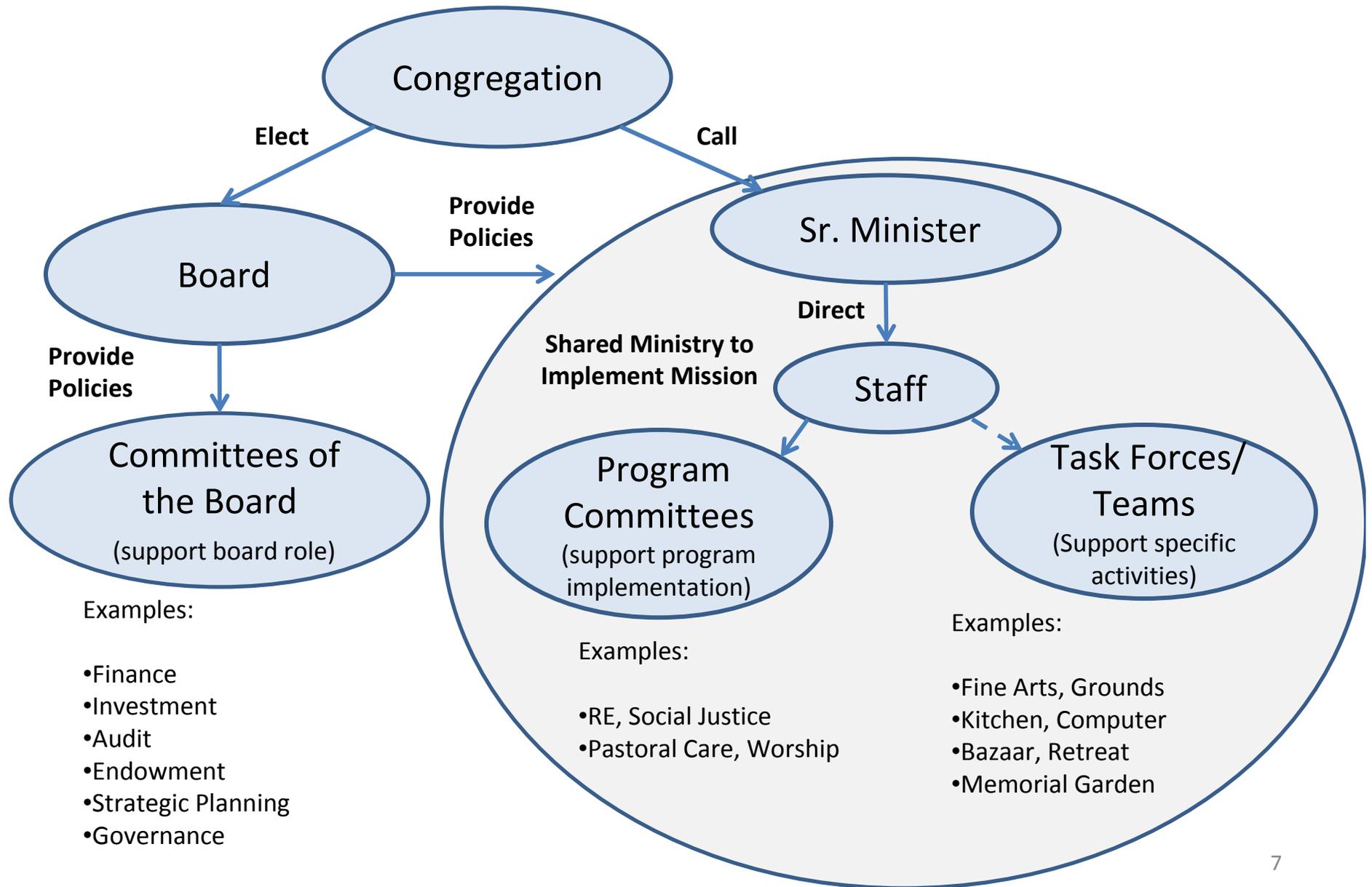
GLOBAL EXECUTIVE LIMITATIONS

- EL Policy #1: TREATMENT OF CONGREGANTS
- EL Policy #2: TREATMENT OF STAFF.....
- EL Policy #3: COMPENSATION AND BENEFITS
- EL Policy #4: FINANCIAL PLANNING AND BUDGETING.....
- EL Policy #5: FINANCIAL CONDITION AND ACTIVITIES
- EL Policy #6: ASSET PROTECTION
- EL Policy #7: TANGIBLE GIFTS.....
- EL Policy #8: UNPLEGGED MONETARY GIFTS
- EL Policy #9: ENDS FOCUS OF GRANTS OR CONTRACTS.....
- EL Policy #10: EMERGENCY EXECUTIVE SUCCESSION
- EL Policy #11: DENOMINATIONAL ASSOCIATIONS
- EL Policy #12: CHILD CARE CENTER OVERSIGHT
- EL Policy #13: COMMUNICATION AND SUPPORT TO THE BOARD.....
- EL Policy #14: SPIRITUAL CARE

GLOBAL GOVERNANCE PROCESS.....

- GP Policy #1: GOVERNING STYLE
- GP Policy #2: BOARD JOB DESCRIPTION
- GP Policy #3: TRUSTEE AND OFFICER CODE OF CONDUCT.....
- GP Policy #4: BOARD INTERNAL COMMUNICATIONS
- GP Policy #5: AGENDA PLANNING
- GP Policy #6: PRESIDENT AND OFFICER ROLES
- GP Policy #7: BOARD COMMITTEE PRINCIPLES.....
- GP Policy #8: BOARD COMMITTEE STRUCTURE
- GP Policy #9: COST OF GOVERNANCE
- GP Policy #10: ADOPTION AND MODIFICATION OF POLICIES.....
- GP Policy #11: CHILD CARE CENTER GOVERNANCE
- GP Policy #12: EMERITUS COUNCIL.....
- GP Policy #13: CONFLICT MANAGEMENT POLICY.....
- GP Policy #14: MINISTERIAL CANDIDATE SPONSORSHIP

In the proposed governance approach, the Board focuses on policies while the Senior Minister and lay committees focus on program implementation



The proposed governance approach does not make many significant changes, and many of the new practices are already being implemented

Role/Process	Key Changes
Board of Trustees Role	<ul style="list-style-type: none"> Board role is focused on policy development and expressly avoids roles involving day-to-day operations The Board will directly evaluate the Senior Minister, rather than a Board committee There will no longer be Board liaisons to program committees – program committees will be led by the Senior Minister and staff
Senior Minister Role	<ul style="list-style-type: none"> The Senior Minister is responsible for leading program committees and task forces
Committee roles	<ul style="list-style-type: none"> There will be three types of Committees – Board Committees, Program Committees, and Task Forces. Program Committees are supported and convened by staff leaders
Strategic Planning Process	<ul style="list-style-type: none"> Strategic planning is a central responsibility of the Board
Budget Process	<ul style="list-style-type: none"> The Senior Minister will prepare a draft budget for review by the Finance Committee and approval by the Board (rather than the Finance Committee prepare the budget)
Evaluation Process	<ul style="list-style-type: none"> A holistic evaluation process will be established
RRUUC Governance	<ul style="list-style-type: none"> Roles and responsibilities and key processes will be defined and repeatable – there will be less variation year-to-year as Board members and lay leaders change
Culture	<ul style="list-style-type: none"> An explicit focus on collaboration as the key to successful policy governance

The three most significant changes are in bold

The Governance Task Force developed a set of top-level governance roles and processes

Roles and Responsibilities	Key Processes
<ul style="list-style-type: none">• Board of Trustees• Senior Minister and staff• Committees (Board-appointed Committees, Program Committees, Task Forces and Teams)	<ul style="list-style-type: none">• Strategic Planning• Budgeting• Evaluation

- One of the next steps will be to develop lower-level roles and processes
- The Governance Task Force will develop roles and processes that impact multiple committees
- For roles and processes that are Committee-specific, the Governance Task Force will work with that Committee to identify changes to be consistent with the top-level governance documents already developed

The Governance Task Force will develop the plan that will provide the “who, what, when” for pilot implementation

Topics for Implementation Plan

- Communication and Outreach (awareness and understanding)
 - Congregation

- Education (ability to implement)
 - Lay Leaders
 - Board
 - Staff

- Develop/update lower-level roles, processes, and charters
 - Cross-cutting (Governance Task Force)
 - Committee-specific

- Implement new roles and processes
 - Strategic planning
 - Budget development
 - Evaluation processes

Recommended next steps

- Board:
 - Review and comment on draft governance documents
 - Vote to endorse draft policies
 - Identify specific issues/topics that warrant additional development
 - Review and comment on implementation plan (TBD)
 - Vote to endorse implementation plan
 - Support congregational outreach and communication of new approach
- Governance Task Force:
 - Address issues/topics addressed by Board
 - Develop implementation plan
 - Collaborate with key stakeholders (e.g. Existing Committees) to develop next level governance documents consistent with the agreed-upon high upon high-level approach
 - Identify lessons learned in pilot implementation and propose changes as needed