

# **Governing Policies**

## **Pacific Northwest District - UUA**

### ***Global Ends Policy (A statement of aspiration and intent)***

The Pacific Northwest District is a welcoming religious association of thriving congregations, embracing many diversities and transforming their communities by living out their Unitarian Universalist values.

### ***Who We Are: Catalysts for Spiritual Growth and Renewal***

The Pacific Northwest District is recognized as a catalyst for spiritual growth and renewal. Our congregations:

- ✚ demonstrate a depth of ethical, spiritual, and faith development as well as a depth of understanding of their religious identity as Unitarian Universalists.
- ✚ invite and welcome people of many diversities, and embrace and integrate all seekers into the life of the community.
- ✚ challenge one another to understand and address issues of privilege and oppression.
- ✚ help create and actively support new congregations.

### ***Our Faith in Action: Partners in Community Service and Public Witness***

Our member congregations are visible leaders, beacons of liberal religion and havens for justice and equity. The Pacific Northwest is more just and compassionate because of our prophetic leadership. Our congregations:

- ✚ embody our Unitarian Universalist values, giving them public voice.
- ✚ develop prophetic leaders prepared to transform and heal the world.
- ✚ partner in social justice and care for people and the planet, nurturing and modeling leadership in the wider world.
- ✚ learn from and actively contribute to the Unitarian Universalist and interfaith communities.

## **District Executive Limitations (DEL)**

### ***DEL 1. Global Executive Limitations Policy***

The District Executive shall not cause or allow any practices, activity, decision or organizational circumstance which is either unlawful, ill-considered or in violation of commonly accepted professional ethics, including the UUMA Code of Professional Conduct and the UUA Field Staff Code.

### ***DEL 2a. Treatment of Service Recipients***

With respect to interactions with service recipients or those seeking to receive District services, the District Executive shall not cause or allow conditions, procedures, or decisions that are unsafe, undignified, unnecessarily intrusive, or that fail to provide appropriate confidentiality or privacy.

The District Executive shall not:

- Fail to establish with service recipients at the time a service is requested a clear understanding of the scope of the service offered.
- Prevent service recipients from a grievance process to the Board if they feel the District Executive has violated District policy and attempts at resolution between the District Executive and the service recipient has been unsuccessful.
- Collect information from service recipients for which there is no clear necessity, and not give individuals the opportunity to choose whether their personal data may be used in ways unrelated to the purposes for which it was originally collected.
- Use methods of collecting, reviewing, transmitting, or storing personal identifying information that fails to protect against improper access to the material elicited.

### ***DEL 2b. Treatment of Paid and Volunteer Staff***

With respect to the treatment of paid and volunteer staff, the District Executive may not cause or allow conditions which are unsafe, unfair, undignified, or unclear.

The District Executive shall not:

- Operate without written personnel policies that clarify personnel rules for paid staff, nor provide for all paid and volunteer staff a process for effective handling of grievances, and protect against wrongful conditions such as nepotism and grossly preferential treatment for personal and/or discriminatory reasons.
- Fail to acquaint paid and volunteer staff with their rights under this policy.

### ***DEL 2c. Staff Resource Utilization and Allocation***

With respect to the utilization of paid and volunteer staff, the District Executive may not cause or allow conditions which allow staff to be unsupported, or to be used in an ineffective or inefficient manner.

### ***DEL 2d. Financial Planning and Budgeting***

Financial planning for any fiscal year or the remaining part of any fiscal year shall not deviate materially from the Board's Ends priorities, risk fiscal jeopardy, or fail to be derived from a multiyear plan, or fail to involve the staff.

The District Executive shall not:

- Fail to include credible projection of revenues and expenses, separation of capital and operational items, cash flow projections, and disclosure of planning assumptions.
- Plan the expenditure in any fiscal year of more funds than are conservatively projected to be received in that period.
- Allow cash to drop below a safety reserve of fifteen percent of the annual expense budget at any time.
- Provide less for Board prerogatives during the year than is set forth in the Cost of Governance policy.

***DEL 2e. Financial Condition and Activities***

With respect to the actual, ongoing financial condition and activities, the District Executive shall not cause or allow the development of fiscal jeopardy or a material deviation of actual expenditures from Board priorities established in Ends policies.

The District Executive shall not:

- Indebt the organization or use Unrestricted Reserves in an amount greater than can be repaid by otherwise unencumbered revenues within sixty days.
- Use any long-term, Dedicated Reserves, unless authorized by the Board to do so.
- Conduct interfund shifting in amounts greater than can be repaid by normal cash flow variations in revenue anticipated within the next 60 days or the end of the Fiscal Year, whichever comes first.
- Fail to settle payroll and debts in a timely manner.
- Allow UUA-required payments, tax payments or other government ordered payments to be overdue or inaccurately filed.
- Make a single purchase or commitment with income outside of annual period without disclosing same.
- Acquire, encumber or dispose of real property.
- Fail to aggressively pursue receivables after a reasonable grace period.

***DEL 2f. Emergency District Executive Succession***

In order to minimize effects from sudden loss of District Executive services, the District Executive shall not fail to maintain a current succession plan.

***DEL 2g. Asset Protection***

The District Executive shall not allow the assets to be unprotected, inadequately maintained, or unnecessarily risked, or unnecessarily expose the organization, its board or staff to claims of liability.

The District Executive shall not:

- Allow unbonded personnel access to material amounts of funds.
- Endanger the organization's public image or credibility, particularly in ways that would hinder its accomplishment of mission.
- Fail to operate without written guidelines that provide for prudent fiscal operating procedures.

## ***DEL 2h. Compensation and Benefits***

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

The District Executive shall not:

- Promise or imply permanent or guaranteed employment.
- Establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed.
- Create obligations over a longer term than revenues can be safely projected, in no event longer than one year and in all events subject to losses in revenue.
- Establish or change pension benefits so as to cause unpredictable or inequitable situations, though differential benefits to encourage longevity are not prohibited.
- Allow any employee to lose benefits already accrued from any foregoing plan.

## ***DEL 2i. Communication and Support of the Board***

The District Executive shall not allow the Board to be uninformed or unsupported in its work.

The District Executive shall not:

- Neglect to submit monitoring data required by the Board in a timely, accurate and understandable fashion, directly addressing provisions of Board policies being monitored.
- Let the board be unaware of relevant trends, anticipated adverse media coverage, and material external and internal changes, particularly changes in the assumptions upon which any Board policy has previously been established.
- Fail to advise the board if, in the District Executive's opinion, the Board is not in compliance with its own policies on Governance Process and Board-District Executive Linkage, particularly in the case of Board behavior that is detrimental to the work relationship between the Board and the District Executive.
- Fail to marshal for the Board as many staff and external points of view, issues, and opinions as needed for fully informed Board choices.
- Present information in unnecessarily complex or lengthy form or in a form that fails to differentiate among information of three types: monitoring, decision preparation, and other.
- Fail to provide a mechanism for official Board, officer, or committee communications.
- Fail to deal with the Board as a whole except when fulfilling individual requests for information or responding to officers or committees duly charged by the Board.
- Fail to report in a timely manner an actual or anticipated noncompliance with any policy of the Board.
- Fail to supply for the consent agenda all items delegated to the District Executive, yet required by laws, Bylaws or contract to be Board-approved, along with the monitoring assurance pertaining thereto.

# Board Governance Policies (GOV)

## **GOV 1. Global Governance Process Policy**

The Purpose of the Board, in accordance with the Board mission and vision, is to be stewards of the Pacific Northwest District of the Unitarian Universalist Association, on behalf of the member congregations, achieve appropriate results for appropriate persons at an appropriate cost, avoid unacceptable actions and situations, and partner with the UUA to fulfill our common promise.

## **GOV 2a. Open and Accessible Leadership**

The Board is open, welcoming, and accessible. We are responsive to all who approach us and engage them with generosity of spirit.

## **GOV 2b. Governing Style**

The Board will govern with an emphasis on outward vision, encouragement of diversity in viewpoints, strategic leadership, and collective decision making, while maintaining a clear distinction between Board and District Executive roles.

The Board shall:

- Be accountable to the member congregations of the PNWD for competent, conscientious, and effective accomplishment of its obligations.
- Enforce on itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for and participation in meetings, policy-making principles, respect of roles, speaking with one voice, and ensuring the continuity of governance capability. The Board will allow no officer, individual, or committee of the Board to be an excuse for not fulfilling its commitments.
- Direct, control, and inspire the organization through careful establishment of broad written policies reflecting the district's values and perspectives. The Board's major policy focus is on intended long-term impacts rather than the administrative or programmatic means of obtaining those impacts.
- Monitor and discuss the Board's own process and performance and adherence to policies in the Governance Process and Board District Executive Linkage categories.

## **GOV 2c. Board Work Description**

The work of the Board is to represent the membership in determining and assuring appropriate organizational performance. To distinguish its work from that of the staff, the Board will concentrate its efforts on the following products or outcomes:

- Linkage between the PNWD and its membership.
- Written governing policies that, at the broadest level, address:
  - Ends: expected products of the District, impacts, benefits, outcomes. What good will the District do, for whose needs, and at what cost.
  - Executive Limitations: constraints on executive authority, which establish prudence and ethics boundaries within which all executive activity and decisions must take place.
  - Governance Process: Specification of how the Board conceives, carries out, and monitors its own task.

- Board-District Executive Linkage: how power is delegated and its use monitored.
- 3. Assurance of District Executive performance against Ends and District Executive Limitations policies.

● **GOV 2d. *President’s Job Description***

The President of the Board is charged to make decisions on issues of Governance Process and Board-District Executive Linkage within Board policies.

- The job result of the President is that the Board behaves consistently within its own rules and those legitimately imposed upon it from outside the organization.
  - Meeting discussion content will be only those issues which, according to Board policies, clearly belong to the Board to decide, not to the District Executive.
  - Deliberation will be fair, open, and thorough, but also efficient, timely, orderly, and kept to the point.
- The authority of the President consists in making decisions that fall within the topics covered by Board policies on Governance Process and Board-District Executive Linkage. The President is authorized to use any reasonable interpretation of the provisions in these policies
  - The President is empowered to chair Board meetings and District Annual General Meetings with all of the commonly accepted power of that position.
  - The President has no authority to make decisions about policies within the Ends or District Executive Limitations policy areas. The President, therefore, has no authority to supervise or direct the District Executive.
  - The President may represent the Board to outside parties on announcing Board-stated positions and in stating Presidential decisions and interpretations within the area delegated to him or her.

**GOV 2e. *Secretary’s Job Description***

The Secretary shall be responsible for assuring the integrity of District documents and shall be responsible for the official correspondence of the Board.

**GOV 2f. *Board Member’s Code of Conduct***

The Board commits itself and its members to ethical, professional and lawful conduct, including timely performance, proper use of authority, and appropriate decorum when acting as Board members. Responsibility for Board discipline rests with the entire Board.

**GOV 2g. *Board Committee Principles***

Board committees will be assigned to inform and advise the Board in the performance of its work, and never to interfere with delegation from Board to District Executive.

**GOV 2h. *Board Cost of Governance***

Each year the Board will provide the District Executive with an estimated cost of governance. Board members will be reimbursed for costs of attending board meeting and conducting required District work, including linkage with congregations. Personal

mileage, meals and lodging will be reimbursed at prevailing UUA staff rates, effective at the beginning of each fiscal year. In addition, the Board will invest resources in its governance capacity, including training and orientation for new members and updating and expanding skills and knowledge of current members.

## **Board and District Executive Linkage (LNK)**

### ***LNK 1. Global Board/District Executive Linkage Policy***

The Board's sole official connection to operational organization, its achievement, and conduct will be through the District Executive.

### ***LNK 2a. Unity of Control***

Only official decisions (motioned, seconded and passed) by the Board are binding on the District Executive.

### ***LNK 2b. Accountability of the District Executive***

The District Executive has the authority over and is accountable for the operational achievement and conduct of staff.

### ***LNK 2c. Delegation to the District Executive***

The Board will instruct the District Executive through written policies of the Ends to be achieved, situations and actions to be avoided, and allow the District Executive to use reasonable interpretation of these policies.

### ***LNK 2d. Monitoring of District Executive Performance***

The District Executive performance will be monitored only on the organizational accomplishment of Board policies on Ends and operating within the boundaries established in Board policies on District Executive Limitations.