

# UNITARIAN UNIVERSALIST FELLOWSHIP OF FALMOUTH BYLAWS

*Adopted by Congregational Vote, June 14, 2020*

## ARTICLE I – NAME AND FISCAL YEAR

1. The name of this religious society, a church, gathered in 1959 and incorporated under Chapter 180 of the Massachusetts General Laws in 1989, shall be “Unitarian Universalist Fellowship of Falmouth” (“the Fellowship”).
2. The fiscal year of the Fellowship shall be July 1 through June 30.

## ARTICLE II – PURPOSES AND RESPONSIBILITIES

Consistent with the religious purposes of the Fellowship:

- We unite, in the discipline of truth and in the spirit of universal goodwill, to strengthen our convictions in the value and need for liberal religion, and through the strength of unity, to give expression to these convictions.
- We shall be a welcoming congregation, declaring and affirming our special responsibility to promote the full participation of persons in all our activities and in the full range of human endeavor without regard to race, color, gender, disability, affectional or sexual orientation, age or national origin, and without requiring adherence to any particular interpretation of religion or to any particular religious belief or creed.
- We strive to help all who participate in activities of our Fellowship grow in spiritual awareness and moral understanding, to provide regular opportunities for religious celebration, community, mutual support, learning and free inquiry, and to promote human rights and concern for the natural environment.

## ARTICLE III – DENOMINATIONAL AFFILIATION

This Fellowship shall be a member of the Unitarian Universalist Association of Congregations (UUA). Delegates to the UUA General Assembly and any other UU organization or events are selected by the Governing Board ("the Board") and certified as such by the President or the Minister.

## ARTICLE IV – MEMBERSHIP

### Section 4.1 Qualification

To become a Member of this Fellowship, a person must:

- attain the age of eighteen years or be proposed by an existing member;
- be in sympathy with the purpose of this Fellowship; and
- sign the Membership Book in the presence of the Minister or a member of the Board, and

- abide by any membership policy approved by the Board.

#### **Section 4.2 Involvement**

1. New Members shall become immediately eligible to vote after signing the Membership Book. Only members are eligible to serve as Officers, Directors, members of elected committees or be committee chairs.

#### **Section 4.3 Membership Status**

1. A member may withdraw from the Fellowship with a statement of resignation sent on paper or electronically to either the Clerk or the President.
2. The Board shall review the membership list annually and may remove members who appear to have shown no interest in the Fellowship either by financial or other contributions for a period of twenty-four months, nor otherwise indicated continuing interest in the activities of the Fellowship.
3. A former member may be reinstated as a member by the Board upon written request and shall be entitled to vote after re-signing the Membership Book.

### **ARTICLE V – FELLOWSHIP BUSINESS MEETINGS**

#### **Section 5.1 Annual Business Meetings**

1. There shall be an Annual Business Meeting of the Membership.
2. The Board shall set the date for the Annual Business Meeting at least sixty days prior to the meeting date. Proposed agenda items shall be submitted to the Board in writing at least thirty days prior to the meeting date.
3. The Annual Business Meeting shall be held between May 15 and July 1 for the following purposes:
  - considering and approving a budget for the next fiscal year;
  - electing Officers, Directors, members of elected committees, and approving appointments of member(s) of the Committee on Ministry;
  - hearing and acting on reports from the President, Treasurer, Program Director for LifeSpan Education, or other persons reporting to the congregation at the Board's request; and
  - conducting any other business stated in the notice of the meeting.

## **Section 5.2 Special Business Meetings**

1. Special Business Meetings may be initiated by the President or the Board, and shall be called by the Clerk, or in the case of the death, absence, incapacity or refusal of the Clerk, by any other Officer, or upon written application to the Board of at least ten percent of the smallest quorum of members then required at an Annual Business Meeting of the Fellowship.
2. The business of a special meeting shall be stated in the notice of the meeting, and only that business may be considered at the meeting. A Special Business Meeting may be called to convene on the same date, at the same time and place, as the Annual Business Meeting or another Special Business Meeting.

## **Section 5.3 Notice of Meetings**

1. Notice of a business meeting, which may be incorporated in the Fellowship's newsletter, shall be given to current members at least fourteen days prior to the meeting. The Clerk may send such notice to a member by mail, to their postal address, or by electronic means to their e-mail address, as shown by the records of the Fellowship. The notice shall also be posted conspicuously in the Fellowship's Meetinghouse, located at 840 Sandwich Road, East Falmouth, Massachusetts.
2. The notice of the Annual Business Meeting shall be accompanied by copies of the Board-approved agenda, any request by the Board for a vote of the membership on question(s) framed by the Board, any approved absentee voting form, the text of any proposed amendment(s) to these bylaws, and other information determined necessary for the business to be conducted. For the Annual Business Meeting, the notice package shall also include a proposed budget for the next fiscal year, Board appointments to the Committee on Ministry, and the recommendations of the Nominating Committee.

## **Section 5.4 Quorum**

1. The presence, physically or virtually, of fifty members or twenty-five percent of the membership, whichever is smaller, shall constitute a quorum for a business meeting, except as provided in Article VIII, Minister. Members voting by absentee ballot are not counted when determining the presence of a quorum.
2. A business meeting may be adjourned to a subsequent date without a quorum being present.

## **Section 5.5 Voting**

1. Officers, Directors and members of elected committees shall be elected, and Board appointments to the Committee on Ministry approved, by a majority of the members present and voting, at the Annual Business meeting. Voting for elections, budget, bylaws, and for a new Minister shall be without absentee ballots or at the direction of the Governing Board. Other questions voted upon by the members shall be decided by a majority of the members present and voting, including any absentee votes counted under Section 5.6, unless these bylaws or applicable law require more than a majority vote. The Board may approve a form of electronic participation for those unable to attend a congregational meeting.

2. A two-thirds vote of all eligible voters is required to approve the purpose and amount of any expenditure of principal from the Baxter and Prince First Century Fund.

### **Section 5.6 Absentee Voting**

- 5.6.1 The Board may use whatever mechanism they deem appropriate for voting procedures, which may include absentee voting, allowing a member who may be unable to attend a congregational business meeting to cast a “yes” or “no” vote on a question(s) framed by the Board. The Board’s determination of the matters appropriate for absentee voting and its approval of the form of question(s) to appear on the absentee ballot shall be final.
2. The absentee voting procedures of Section 5.6 shall apply to voting by proxy on approval of the amount and purpose of an expenditure of principal from the Baxter and Prince First Century Fund.

### **Section 5.7 Moderator**

1. The Board shall appoint a member as Moderator to preside at any Annual or Special Business Meeting of the Fellowship. At its discretion, the Board may appoint a member as Parliamentarian with whom the Moderator may consult during the meeting.
2. The Moderator may not participate in debate unless they have relinquished the chair to an Officer, Director, or Parliamentarian, or, upon vote of the meeting, another member who is temporarily willing to preside, without debating or voting on the matter.

### **Section 5.8 Rules of Order**

Robert’s Rules of Order or rules adopted by the members at the beginning of the meeting shall govern business meetings in all instances when they are applicable and not inconsistent with these bylaws or applicable law.

## **ARTICLE VI – GOVERNING BOARD**

### **Section 6.1 Composition**

1. The Board shall be elected by the membership and comprise four Officers of the Fellowship (President, Vice President, Clerk, and Treasurer), and three Directors. Officers and Directors shall be members of the Fellowship. The terms of office commence on July 1 after election.
2. An Emergency Committee, consisting of the President, Minister, and one other member of the Fellowship will meet only to deal with emergencies. The third member would be chosen by the President and Minister depending on the type of emergency.
3. The term of office shall be two years, and may be renewed once, unless specified elsewhere in these bylaws. After a hiatus of two years individuals may again be eligible to serve on the Board.

### **Section 6.2 Responsibilities**

1. The Board, subject to the prime authority of the membership expressed in Annual and Special Business Meetings, and to State law, shall have general charge of the properties, finances, and direction of the Fellowship. The Board has full authority and responsibility, except as limited by these bylaws, to act on the business of the church. It shall keep the membership informed of its actions. The Board shall govern primarily by discerning mission, oversight of finances, planning for the future, partnering with the minister, staff, and volunteers, and by holding leaders of the Fellowship, including its own members, accountable for their performance.
2. The Board may appoint a member to fill any vacancy among the Officers and Directors or the membership of the Committee on Ministry, Ministerial Search Committee, Nominating Committee, or any other elected committee or Board-appointed committee, for the interim period until a member is elected to, or approved for, the position by the membership as required by, and for the term specified in, these bylaws (or an unexpired term, if any). The Board, Emergency Committee, and other committees of the Fellowship shall have and may exercise all their powers notwithstanding the existence of one or more vacancies in their number.
3. The Board shall have the authority to remove an Officer or Director of the Board for misconduct or excessive absence from Board meetings.

### **Section 6.3 Board Meetings**

1. The Board shall fix a regular meeting date, time and place for its meetings which shall be announced in the Fellowship's newsletter and posted in the Meetinghouse.
2. Special meetings of the Board may be called by the President or Vice-President, or by three members of the Board. At least forty-eight hours notice by mail, fax, electronic mail, telephone or by word-of-mouth shall be given of a special meeting unless shorter notice is adequate under the circumstances, and when feasible, notice shall also be posted conspicuously in the Meetinghouse.
3. A quorum at a meeting of the Board shall be a majority of the Board members then in office, at least two of whom shall be Officers. Any or all Board members may participate in a regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all Board members participating may simultaneously hear each other during the meeting. A Board member participating in a meeting by this means is

considered to be present in person at the meeting.

4. Any action required or permitted to be taken by the Board may be taken without a meeting if the action is taken by the unanimous consent of the members of the Board. The action must be evidenced by one or more consents describing the action taken in writing, signed by each Board member, or delivered to the Clerk by electronic transmission, and included in the minutes or other records reflecting the action taken. Such consents shall be treated for all purposes as a vote at a meeting.

6.3.5 Subject to 6.3.3 and 6.3.4, above, meetings of the Board are generally open to all members of the Fellowship for consultation and communication. The Board has discretion to limit attendance at its meetings by non-Board members, including, without limitation, for discussion of legal, personnel, or other confidential or sensitive matters.

## **Section 6.4 Officers**

1. The Officers of the Fellowship shall be President, Vice-President, Clerk and Treasurer. All Officers must be 18 years of age.
2. The President and Vice-President shall be elected by the membership at the Annual Business Meeting in odd-numbered years. The Clerk and Treasurer shall be elected by the congregation at the Annual Business Meeting in even-numbered years.
3. The President shall be the presiding officer of the Board, and shall prepare the Board's agenda, lead or arrange for facilitation of Board meetings, long range goal setting, and work in partnership with the Minister and Vice-President to ensure productive partnership between the Board, staff and volunteers. In the absence of the Minister, the president will act as the administrative head of the Fellowship.
4. The Vice-President, in the absence of the President, shall assume all the President's duties and authority and shall perform other duties as assigned by the President. It is hoped that the Vice-President will agree to be nominated and elected as the next President of the Fellowship.

6.4.5 The clerk gives notice and creates official minutes of Fellowship business and Board meetings and makes them available to members. The Clerk is responsible for preparing absentee ballot forms and receiving the completed and signed forms, and otherwise complying with Section 5.6 of these bylaws.

The Clerk may not serve more than two consecutive two-year terms plus one additional term unless the members vote to extend the terms.

6.4.6 The Treasurer supports fulfillment of the Board's financial oversight responsibilities by working to ensure that appropriate financial reports are made available to Board members on a timely basis. The Treasurer protects the financial resources of the Fellowship by ensuring that best financial practices are followed. The Treasurer may not serve more than two consecutive two-year terms plus one additional term unless the members vote to extend the terms.

## **Section 6.5 Directors**

1. Directors shall be elected at the Annual Business Meeting to serve a two-year term; two Directors shall be elected in odd-numbered years and one Director shall be elected in even-numbered years.

# **ARTICLE VII – ELECTED COMMITTEES**

## **Section 7.1 Nominating Committee**

1. A Nominating Committee of three members of the Fellowship, who shall not be current Officers of the Fellowship, shall recommend candidates for election at the Annual Business Meeting as President, Vice-President, Treasurer, Clerk, Directors, and members of the Nominating Committee, when vacancies in such positions are to be filled by election. Candidates other than those recommended by the Nominating Committee may be nominated from the floor, provided that the nominee is eligible for election to the position and has consented to such nomination.
2. One member of the Nominating Committee shall be elected at the Annual Business Meeting to serve a three-year term of office.
3. The Nominating Committee member whose regular term of office will expire at the next Annual Business Meeting shall serve as chair of the Committee in the fiscal year prior to the meeting.

### **Section 7.2 Ministerial Search Committee**

1. A new minister is selected through a search and candidating procedure recommended by the UUA. The Ministerial Search Committee responsible for recommending a candidate for Minister to the Fellowship shall consist of seven members elected by the congregation at the Annual or Special Business Meeting.

### **Section 7.3 Committee on Ministry**

1. The purpose of the Committee on Ministry is to improve the quality of general ministry of the Fellowship and to provide assistance to the minister as needed. When appropriate, the Committee on Ministry shall involve the congregation in assessment and evaluation of the Minister and report the results to the Board. From time to time the Committee may undertake study of issues of congregational concern and make appropriate recommendation(s).
2. The Committee on Ministry shall consist of five members of the Fellowship appointed by the Board and subject to approval by the membership at the Annual Business Meeting. Each year either one or two member(s) shall be chosen to serve a three-year term of office.

## **ARTICLE VIII – MINISTER**

### **Section 8.1 Employment**

1. The Minister shall be called upon recommendation of the Ministerial Search Committee by a four-fifths vote of the members present and voting at a Fellowship business meeting called for that purpose (including any absentee votes counted under Section 5.6). The quorum for such a meeting shall be forty percent of the members eligible to vote at the meeting.
2. The compensation package of a Minister shall be approved by a vote of the Fellowship and shall be itemized in the proposed budget for each fiscal year. A written contract between a Minister and the Fellowship shall be approved by the Board, executed, and reviewed at least every three years.
3. The Minister may be dismissed by a majority vote of the members present and voting at a Fellowship business meeting called for the purpose (including any absentee votes counted under Section 5.6). The quorum for such a meeting shall be forty percent of the members eligible to vote at the meeting.

### **Section 8.2 Duties**

1. The Minister shall be responsible for the conduct of worship within the Fellowship and nurturing the congregation's spiritual interests and affairs. Parallel with the freedom of the pew, a Minister shall have freedom of the pulpit\* as well as the freedom to express their opinion outside the pulpit. In addition to being the spiritual leader of the congregation, the Minister shall be the administrative head of the Fellowship.
2. The Minister shall be responsible for performing such functions as ordinarily pertain to the office of minister in congregations of the UUA and as prescribed by the Code of Professional Practices and Guidelines of the Unitarian Universalist Ministers' Association. The Minister shall strive to be in ministerial fellowship with the Unitarian Universalist Association.
3. The Minister may participate, but not vote, in all meetings of the Board and committees other than the Nominating Committee and Ministerial Search Committee, except as otherwise designated by the Board, and shall have the privilege of the floor at all meetings of these bodies.



## **ARTICLE IX – AMENDMENTS**

These bylaws may be amended at an Annual Business Meeting or Special Business Meeting if notice of the proposed amendment is included in the notice of the meeting and the amendment is approved by a two-thirds vote of the members present and voting (including any absentee votes counted under Section 5.6). If the Bylaws are on the agenda for a congregational meeting, they shall go out to the membership at least 30 days in advance of any deadlines for amendments to be submitted.

## **ARTICLE X – DISSOLUTION**

### **Section 10.1 Approval**

The voluntary dissolution of the Fellowship may be approved at an Annual Business Meeting or Special Business Meeting if notice of the proposed dissolution is included in the notice of the meeting and the dissolution is approved by a two-thirds vote of the members present and voting, including absentee votes counted under Section 5.6.

### **Section 10.2 Disposition of Assets**

1. In the event of dissolution of the Fellowship, all outstanding debts shall be paid and remaining assets, both real and personal, and including all property heretofore or hereafter donated to the Fellowship, shall become the property of the Unitarian Universalist Association, 24 Farnsworth Street, Boston, Massachusetts, or its successor, subject to all applicable laws. Dissolution and transfer of assets shall be in accordance with applicable law.

## **ARTICLE XI – SEVERABILITY**

Any provision of these bylaws found invalid shall not have the effect of invalidating other bylaw provisions.

## **ARTICLE XII – ENDOWMENT FUNDS**

Endowment funds shall be administered in accord with special resolutions of the congregation establishing such funds, specific limitations set forth in applicable gift instruments, and Chapter 180A of the Massachusetts General Laws or successor legislation.

## **ARTICLE XIII – TRANSITIONAL PROVISION**

These bylaws shall take effect upon their adoption. However, sitting Officers, members of the Governing Board, and others elected or appointed to positions under the prior bylaws shall continue to serve until their successors are chosen hereunder.

\*

Definition of terms:

Freedom of the pulpit: The commitment that neither denomination, nor minister's association, nor congregation, nor community will prevent a minister in our UU tradition from speaking their truth in every setting.

Freedom of the pew: This UU tradition's guarantee that the person in the pew – member, friend, or visitor – will never be required to agree or profess agreement with the minister.

## Job Descriptions of Governing Board Officers and Directors

Title:	<b>President</b>
Term:	two-year term, renewable once
Goal:	The president endeavors to ensure harmonious governance and, with the minister, harmony within the congregation.
Responsibilities:	Engage the full Board in decision-making Seek input from the congregation Lead annual and long range goal setting with input from the congregation Sign contracts, deeds, and other documents, as approved by the Board, and as necessary for the Fellowship to conduct its affairs, including its dealings with banks, payroll services, insurance agents and companies, providers of employee benefits, brokerage, investment and financial service firms, the UUA, and other parties Lead evaluation of programs and activities Communicate with the congregation regularly about progress toward the goals and issues facing the congregation and the denomination Prepare for and attend Board meetings Read the Roles and Responsibilities Document, dated September 2019, annually
Qualifications:	In addition to character, patience, and a sense of humor, candidates for the Presidency should have at least 3 years of UUFF membership and experience in leading a UUFF committee

Title:	<b>Vice President</b>
Term:	two-year term, renewable once
Goal:	The Vice President will assist the President to ensure harmonious governance and will prepare to assume the role of President.
Responsibilities:	Assume the president's responsibilities in the president's absence Prepare for and attend Board meetings Read the Roles and Responsibilities Document, dated September 2019, annually
Qualifications:	In addition to character, patience, and a sense of humor, candidates for the Vice Presidency should have at least 1 year of UUFF membership and experience in leading a UUFF committee or activity

Title:	<b>Clerk</b>
Term:	two-year term, renewable once, except by congregational vote to make an exception
Goal:	The Clerk prepares an official record of the meetings of the Board and congregation and arranges for the communication of this record to the congregation.
Responsibilities:	Oversee an up-to-date historical list of members, with date of affiliation Acknowledge formally with a posted letter a member's removal from membership Submit annual certification of membership total to UUA Submit annually to the Secretary of State a Certificate of Change of Directors or Officers of Non-Profit Corporations, early in July Post at the Meetinghouse, before each business meeting, a list of the members of the Fellowship eligible to vote at the meeting Check members in at Annual or Special meetings and guarantee a quorum Perform such other duties as customarily pertain to the office of Clerk Read the Roles and Responsibilities Document, dated September 2019, annually
Qualifications:	In addition to character, patience, and a sense of humor, candidates for Clerk should have at least 1 year of UUFF membership and be computer literate, and demonstrate attention to detail and dependability

Title:	<b>Treasurer</b>
Term:	two-year term, renewable once, except by congregational vote to make an exception
Goal:	The Treasurer endeavors to ensure the financial health of the congregation through best financial practices.
Responsibilities:	Responsible for the receipt, deposit and expenditure of the Fellowship's funds Maintain records of such receipts, deposits and expenditures Report on the financial condition of the Fellowship to the Board and to the congregation as requested by the Board and post monthly financial reports in the Meetinghouse Notify the appropriate committee chair and Board President when there is reason to believe that the committee has incurred or may incur an obligation in excess of its approved budget Submit the Fellowship's accounts for any scheduled review or audit, and work closely with any CPA or other financial professional retained to provide consulting or auditing services and/or other individuals designated to review or informally audit the Fellowship's financial records or systems Perform such other duties as customarily pertain to the office of Treasurer Read the Roles and Responsibilities Document, dated September 2019, annually

**Qualifications:** In addition to character, patience, and a sense of humor, candidates for Treasurer should have at least 1 year of UUFF membership, computer experience, familiarity with, or a desire to learn, Microsoft Excel, Quickbooks Online Pro, and non-profit law, especially as it applies to churches. Knowledge of accounting and payroll required. Should subscribe to UU-Money (a listserv), *Church Finance Today*, and *Church Tax and Law Report*.

As part of the new Board member orientation, the Treasurer will run an in-depth discussion of the finances and a session in how to read a financial report.

Average weekly time commitment is 5 hours; monthly financial reports may take another 3 hours.

**Title:** **Director**

**Term:** two-year term, renewable once

**Goal:** A Director will understand the vision of the congregation, will know the long-range plan and will work together with other Directors and Officers to implement the vision and plan.

**Responsibilities:** Prepare for and attend Board meetings

Facilitate two-way communication between the members and friends of the congregation

Commit to doing “The Welcome” once a year

Read the Roles and Responsibilities Document, dated September 2019, annually

**Qualifications:** In addition to character, patience, and a sense of humor, candidates for Director should have at least 1 year of UUFF membership and experience serving on a UUFF committee or activity

## ROLES AND RESPONSIBILITIES OF UUFF BOARD OF DIRECTORS

Dated September, 2019

At its Annual Meeting in June 2016, the UUFF membership voted to reduce the size of the Governing Board to seven members: four officers and three directors. As the UUFF Governing Board rewrote and recommitted to its covenant for the coming year, board members realized the need for further clarification of their roles and responsibilities. This document provides some clarification.

Short descriptions of the duties of officers may be found in the UUFF Bylaws, adopted June 30, 2019, Article VI, Section 2. There is further information in the *Policy & Procedure Manual*. The Bylaws supersede this document when there is a conflict.

### **UUFF Philosophy of Governance**

The congregation elects a governing board to lead it in carrying out its vision and mission and calls a minister to serve as its spiritual, programmatic, and administrative leader. Governance involves the entire fellowship --- board, minister, staff, lay leaders, and members – and should be characterized by willingness to serve, good will, inclusivity, collegiality, integrity, and high aspirations. Authority should be delegated in proportion to responsibility; authority should be exercised with respect and restraint; authority as exercised should engender trust. All leaders should practice open decision making, healthy conflict management, and mutual support in their respective roles. We will make our days glad – and we should all be having a good time.

The UUFF Governing Board's focus shall be on the long-term mission and financial well-being of the congregation, not on administrative detail. The board shall focus on governance as its ministry, and shall avoid when possible making decisions that address only a single situation.

The Governing Board intends to govern primarily by:

- Discerning and articulating the congregation's mission and vision,
- Setting goals and making strategic choices,
- Creating written policies to guide the congregation, and
- Monitoring and evaluating the minister, the Governing Board, and the congregation's progress with the Long-Range Plan.

### **Conflict Management and Decision Making**

For conflict management and decision making the Governing Board intends to make use of the tools at its disposal in a timely manner, including:

- UUFF Governing Board Covenant
- Congregational Covenant of Right Relations
- Minister
- Committee on Ministry
- Regional or national consultants

In addition, the Governing Board commits to ensuring that the voices of all board members are heard in the process of decision-making, and that the Governing Board speaks with one voice with respect to all Governing Board decisions.

#### Conflict Resolution General Guidelines:

1. Seek resolution quickly. Don't let things fester.
2. Act in good faith. Each party in the process should assume good will on the part of all.
3. All parties should act quickly to resolve issues.
4. Issues should be resolved at the earliest possible step in the process.
5. Resolution should be guided by our UU principles and fair to all concerned.

#### Steps to take:

- First, try to settle the differences face to face between yourselves. This may call for much thought and love on your part.
- Second, if this cannot be done, take one or two others with you as you try again to resolve the issue with those directly involved.
- If none of this works, then make an appointment with the minister and seek guidance. You may choose to bring a friend or supporter with you. The minister may wish to speak with others involved in the difference, or ask to speak with all involved together to ensure that all sides of the situation have been heard.
- If the problem still exists after seeking the counsel and help of the minister, then present the concern and/or difference to the committee on ministry either in writing or in person.
- If the committee on ministry cannot resolve the issue to its satisfaction, then the committee may ask the governing board to hear the issue and decide on a resolution that is fair to those concerned and to the congregation as a whole.

#### In the case of a difference or problem with the minister:

- First, meet with the minister, alone or with a friend or other supporter, to see if the concern can be resolved.
- If this does not resolve the concern, then contact the chair of the committee on ministry with the issue. The committee on ministry will work with the minister and the concerned person or persons to seek a solution.
- If the issue cannot be resolved by the committee on ministry, the next step is for the concerned person or persons to present the issue to the governing board in writing at least seven days before the monthly meeting at which it is to be considered. Those raising the concern should be given a chance to speak if they so desire and the minister should also be given a chance to speak if s/he wishes.
- If the governing board is unable to resolve the problem to its satisfaction, the board may ask the District Executive for advice and resources.

## Commitments of Board Members

### Commitment of Care

The Governing Board's commitment of care requires board members to prepare for, attend, and participate in Governing Board meetings, congregation meetings, and other board functions as described below. In addition, Governing Board members are expected to attend church regularly and participate in the life of the congregation.

Governing Board members are responsible for:

- Following and promoting the UUFF's mission/vision statements
- Ensuring everyone is aware of and follows the Congregational Covenant of Right Relations
- Listening to input from other Governing Board members, the staff and the congregation
- Understanding and ensuring the financial health of the congregation
- Promoting and realizing the Long Range Plan

Governing Board members are accountable for:

- Ensuring that matters requiring confidentiality are unequivocally respected
- Communicating openly and truthfully with fellow lay leaders, clergy, professional staff, and congregants.
- Ensuring that criticism of policy, positions, programs, or individuals is addressed to the appropriate party.

### Board Meetings

The Governing Board meets on the third Thursday of every month, although the meeting day is sometimes changed because of holidays or other conflicts. The board sets a calendar near the beginning of the church year (July 1), and confirms all meeting dates. The Governing Board keeps its own calendar and shares the information on its calendar with the Church Administrator who posts relevant dates to the all-church calendar.

The agenda of the board meetings is developed in advance by the president in consultation with the Minister and with input from members of the Governing Board. The agenda is posted by the Friday prior to the scheduled meeting. Any changes to the agenda should be communicated to the president by the Monday prior to the meeting, with a final agenda to be posted by the Wednesday prior to the meeting. All documents which are to be considered at the board meeting should be posted by the Friday prior to the scheduled meeting. The agenda will be prepared and executed with proper consideration of the value of the time of all Governing Board members.

Additions to the agenda on the night of the meeting should be made for items requiring immediate attention only. Ordinarily, the Governing Board has ample time to review proposals, deliberate on them as a whole, and come to a well-considered conclusion, often at a following meeting.

The Governing Board generally holds one retreat each year. The purpose of this retreat includes discernment, goal setting, and self-evaluation. Every effort will be made to schedule the retreat when all board members can be present. Governing Board members should make every effort to attend.

The Governing Board generally holds two "soft-chair" meetings a year. These meetings are free of business. Their purpose is social and to encourage time for reflection.



Special board meetings may be called during the church year. Governing Board members are expected to attend these special meetings.

## Congregation Meetings

The UUFF Bylaws require an annual meeting of the members. The Governing Board organizes this meeting. The Governing Board may hold special meetings during the year in order to allow ample conversations with the congregation about any items that may be of a confusing or contentious nature. These meetings are scheduled at the beginning of the church year at a Governing Board meeting, and are included in the Governing Board calendar, as well as the all-church calendar. Governing Board members should make every effort to attend congregation meetings.

## Other Board Functions

Each year there will be various congregation meetings that the Governing Board may help organize, but does not conduct. Examples of these types of meetings are various workshops hosted by regional or national UU consultants or special recognition ceremonies for the minister. Governing Board members should make every effort to attend these board functions.

## Voting

The commitment of care means voting when it is appropriate to vote. The congregation has a board to govern its affairs, and the commitment of care requires every board member to understand the issues and to cast the vote with which he or she has been entrusted. Members who abstain will be asked to give a reason why.

## Education

The commitment of care requires that each Governing Board member commit adequate time, energy and attention to enable him or her to know the mission, understand the congregation's affairs, and act responsibly.

To this end, members of the Governing Board are expected to:

- Attend a training and orientation session for new board members that will be held soon after new board members are elected. The Governing Board, in cooperation with the Nominating Committee, shall develop the agenda for the training.
- Seek out at least a basic understanding of how each area of ministry supports the UUFF mission
- Seek out opportunities to deepen our faith as individuals, and as a group, in order to make ourselves better at what we do
- Connect the UUFF to the larger community
- Annually, attend at least one local, regional, or national UU event to connect with the larger UU community

## Financial Commitment

Mindful that our example influences the congregation as a whole, the Governing Board commits to:

- Leading the congregation from an attitude of generosity
- Being models of stewardship