

# **Governance Manual**

## **Unitarian Universalist Fellowship of Northern Nevada**

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# GOVERNANCE MANUAL OF THE UNITARIAN UNIVERSALIST FELLOWSHIP OF NORTHERN NEVADA

~ Preamble ~

*The Board of Trustees of the Unitarian Universalist Fellowship of Northern Nevada adopts this manual of governance policies.*

*The purpose of this document is to affirm essential values of the Fellowship, establish consistent policies and procedures of governance, provide guidance to all constituencies of the Fellowship about its governance; and educate and inform new participants in the Fellowship's governance.*

*This Governance Document is subordinate to Nevada state law and to the Fellowship's Bylaws.*

## **I. Vision, Mission, and Principles**

### **Vision**

We are a beloved faith community bending the arc of the universe toward justice.

### **Mission**

We are here to grow in love, faith, justice, and joy.

### **Identity Statement**

The Unitarian Universalist Fellowship of Northern Nevada is an inclusive, self governing, religious community joined together by mutual promise or covenant not dogma or creed. Together we agree to strive for insight into the question "What is the purpose of my existence?" We respect and support one another in creating lives of meaning and purpose.

### **Principles**

As a member congregation of the Unitarian Universalist Association, we covenant to affirm and promote:

- The inherent worth and dignity of every person
- Justice, equity, and compassion in human relations
- Acceptance of one another and encouragement to spiritual growth in our congregations
- A free and responsible search for truth and meaning
- The right of conscience and the use of the democratic process within our congregations
- The goal of world community with peace, liberty, and justice for all
- Respect for the interdependent web of all existence of which we are a part

## **II. Global Ends**

### **Grow**

We grow in our individual spiritual paths, share our story in the community to encourage more members of all ages to join, mentor additional lay leaders, and garner the necessary financial resources to support our congregation.

### **Love**

We demonstrate our love for each other and ourselves by practicing radical hospitality and support during times of celebration and struggle.

### **Faith**

We have well-attended worship and religious education offerings that inspire us to greater service and call together members, friends, and visitors across multicultural and multigenerational lines.

### **Justice**

We continue to be known as Reno's "Justice Church" through our work to dismantle inequities such as racism, heterosexism, economic injustice and ableism as well as mitigating climate change and environmental sustainability.

### **Joy**

We find joy in creating connections within our community of likeminded individuals through social events, justice work, and spiritually-nourishing services.

Approved by the Board of Trustees April 12, 2018

### **III. Organizational Structure**

The organization of UUFNN is divided into three conceptual areas, Committees of the Fellowship, Committees of the Board, and Ministries. Every organizational structure below the Board of Trustees (BOT) is guided by policy or limitations means regardless of which conceptual area they fall under.

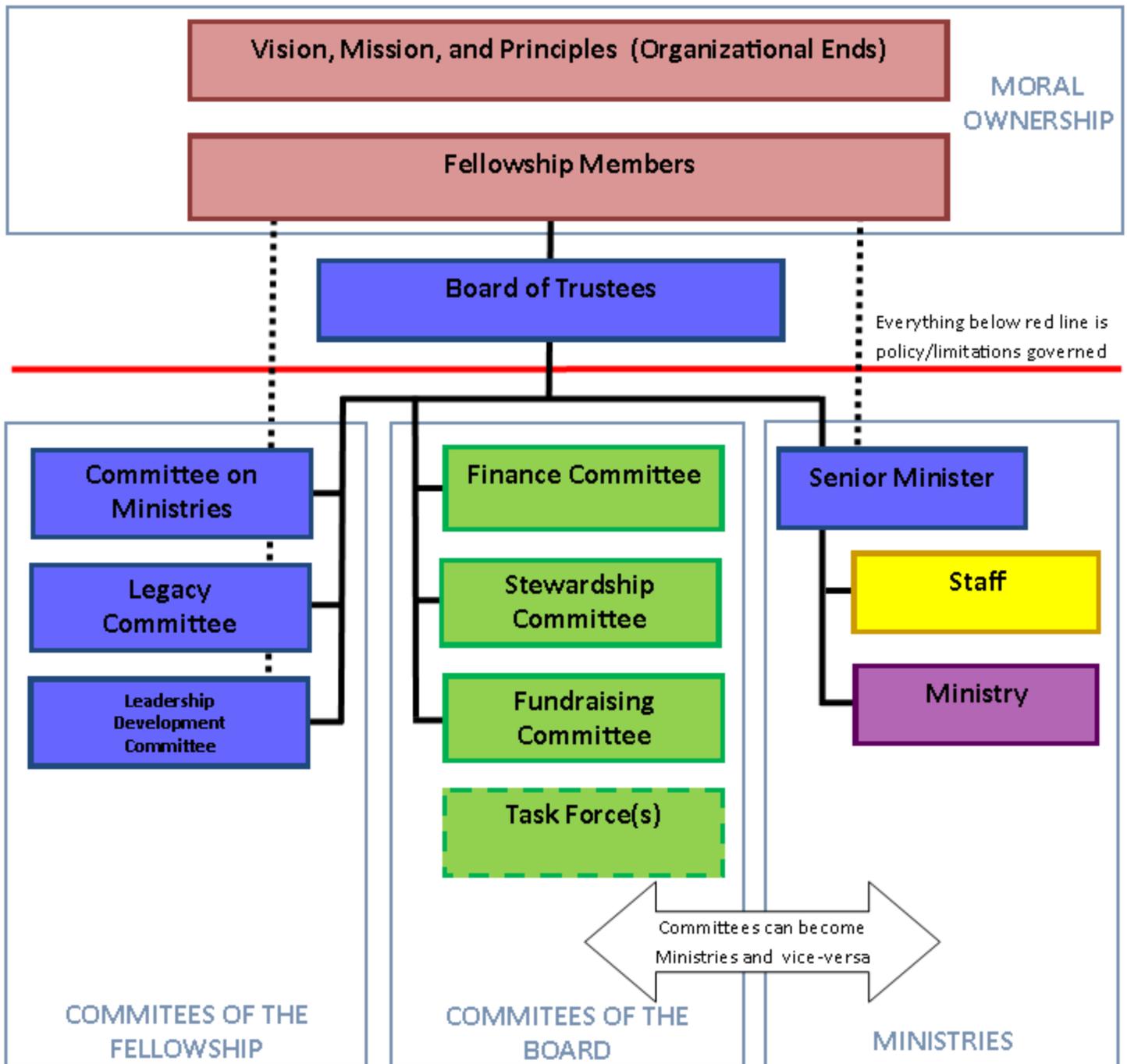
The Committees of the Fellowship are those bylaw mandated committees whose committee members are elected by the members of the Fellowship. These committees deal with the long term objectives of UUFNN (i.e., Legacy and Nominating) or serve in an audit/oversight capacity (i.e., Committee on Ministry.) The Committees of the Fellowship have dual line reporting to both the BOT and the membership. In general, these committees report annually to the Fellowship and at least bi-annually to the BOT.

The Committees of the Board, with the exception of the Finance Committee, are those committees that are constituted by policy statements from the BOT. The Finance Committee is mandated by the bylaws. As the Fellowship grows and more paid staff are hired the majority of the Committees of the Board are expected to become Ministries and eventually fall under purview of the Senior Minister. Task forces are appointed by the President of the Fellowship and exist solely for the President's term of office. They generally perform limited special functions such as research or short term projects.

The Ministries are the main focus for meeting the ends of UUFNN. The Senior Minister directs all paid staff and all Ministries of the Fellowship. The Ministries area has dual line reporting to both the BOT and the Fellowship with additional oversight and direction provided by the Committee on Ministries. The Committee on Ministries also acts as a mediation/conflict resolution body. Note that the various Ministries and the programs under those Ministries can be delegated to individual staff members by the Senior Minister as desired.

The structure is a hybrid of the Carver model. The intent is for all of the Committees of the Board to eventually become Ministries (with the Finance Committee converting last and mandating a bylaw change to do so) and report to the BOT through the Senior Minister as the size of the Fellowship and the number of paid staff increases. The converse, Ministries becoming Committees, is also possible if the roles and duties of the Senior Minister change.

## UUFNN Overall Organizational Structure



Blue entities are elected or called by the membership



Green entities report solely to the board



Task forces are limited term committees that report to the President



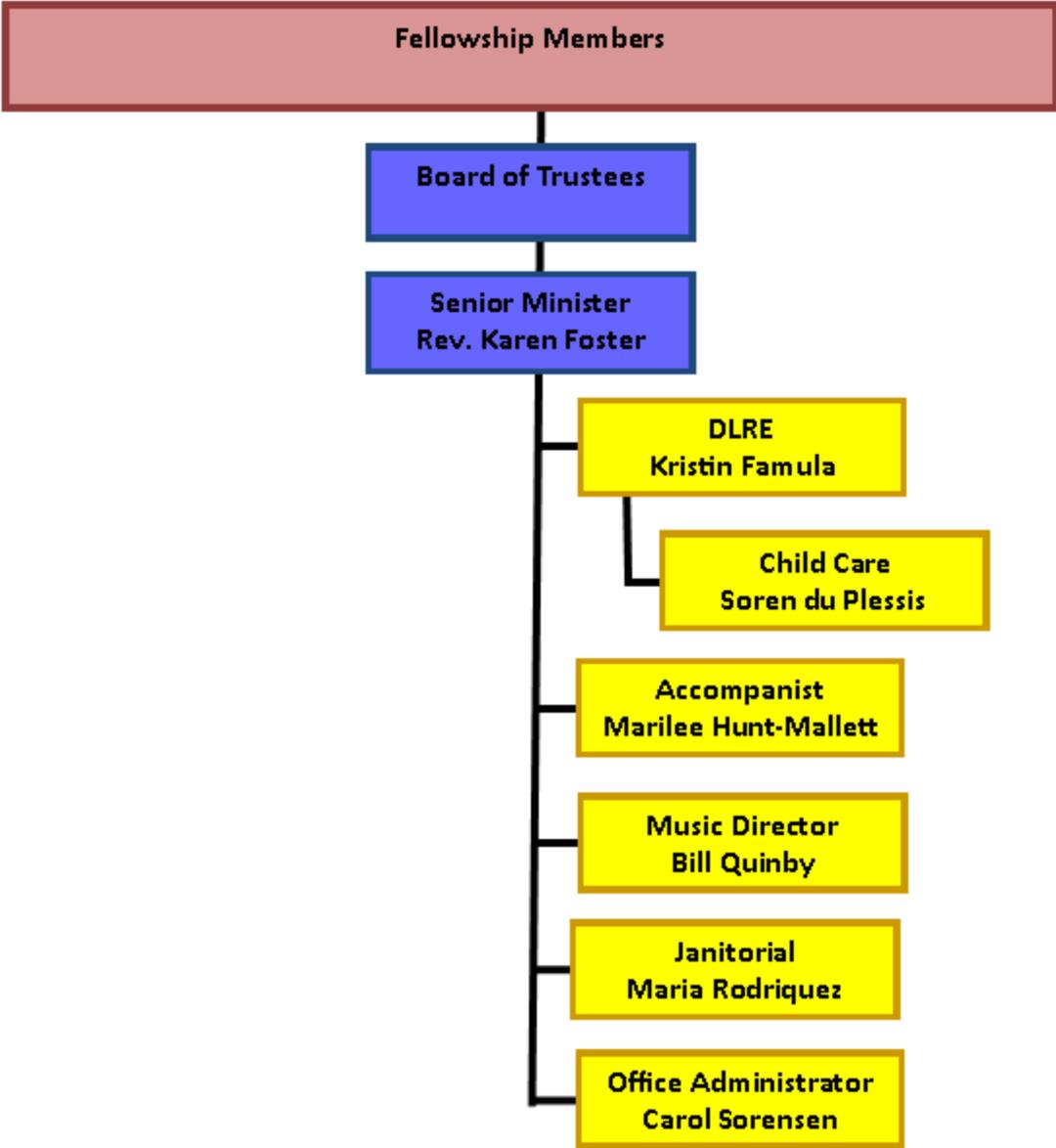
Yellow entities indicate paid staff (all report to the senior minister)



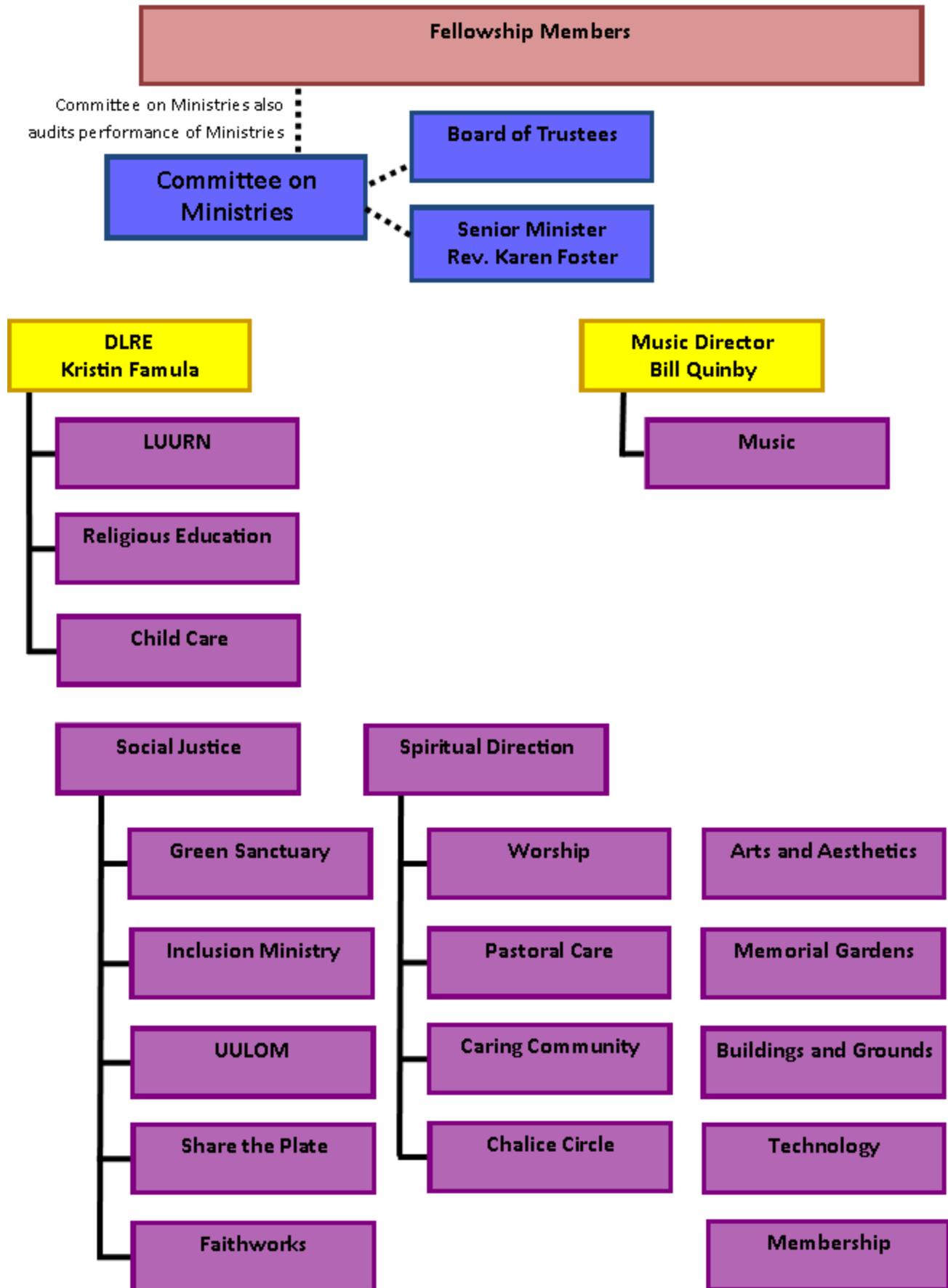
Maroon entities are ministries (all report to the senior minister)

(See next pages for full ministry and staff details)

# UUFNN Staff Organizational Structure



# UUFNN Ministry Organizational Structure



## **Appendix A. Bylaws**

**Ratified by the membership June 4th, 2017**

### **Article I – Name**

The name of this religious society shall be “The Unitarian Universalist Fellowship of Northern Nevada,” hereinafter called “The Fellowship.” The Fellowship shall be incorporated under the laws of the State of Nevada.

### **Article II – Purposes**

- A. The purposes of this organization shall be to pursue the study and practice the Principles of the Unitarian Universalist faith. We are an intentionally diverse liberal religious community created to further individual freedom of belief, searches for truth, and the democratic process in human relations, regardless of national origin, race, creed, gender or sexual orientation.
- B. As a religious body, we covenant to affirm and promote the Principles and Purposes of the Unitarian Universalist Association.

### **Article III – Membership**

The Board of Trustees, hereinafter called “The Board,” shall establish a specific membership policy based on the following principles:

- A. No test of creed or dogma is required for membership.
- B. A member shall be 14 years of age or older. A member under the age of 18 must fulfill all of the other requirements for membership and must demonstrate to the satisfaction of the settled minister, hereinafter called “The Minister”, or, if there is no Minister, a person authorized by the Board for such purpose, that she or he reasonably understands the meaning and responsibilities of membership.
- C. Each member will sign the official record of membership.
- D. Each member has the right to vote at the annual or special meetings of the Fellowship provided that the person is a member in good standing of the Fellowship for at least thirty (30) days prior to the date of any such meeting.
- E. Each member will make a contribution of record to the operating fund of the Fellowship every calendar year.
- F. Membership is terminated with any of the following conditions:
  - 1. Death of the member.
  - 2. Receipt of written resignation from the member.
  - 3. Failure to meet the financial requirements for continuing membership.
- G. The Board shall ensure that the membership list is updated at least annually.

### **Article IV – Denominational Affiliation**

This Fellowship shall be a member of the Unitarian Universalist Association and the Pacific Central District of the Unitarian Universalist Association. No member of this corporation shall realize any pecuniary gain or profit from the operations thereof. [U.S. Internal Revenue Code of 1954, Section 501(c)(3)]. Any property acquired by the corporation is irrevocably dedicated to the corporate purposes hereinabove stated, and, in the event this corporation is dissolved, voluntarily or by operation of law, all property owned by it, both real and personal, shall then belong to the Unitarian Universalist Association, a religious and charitable Massachusetts corporation.

## **Article V – Business Meetings**

- A.** An annual meeting of the Fellowship shall be held each year at such time and place within the last quarter of the fiscal year as shall be fixed by the Board.
- B.** Other business meetings may be called by the Board or upon petition of twenty percent (20%) of the members and shall be limited to the purposes specified in the notice calling the meeting.
- C.** Notice of all business meetings shall be mailed to all members at least two (2) weeks prior to the meeting.
- D.** Thirty percent (30%) of the members, present in person, shall constitute a quorum for any business meeting.
- E.** A simple majority of members present shall decide all matters requiring a vote, except that a two-thirds (2/3) majority of members present shall be required for the termination of the Minister, approving the acquisition of debt, certain actions involving the UUFNN Legacy Fund, changes to these Bylaws or the dissolution of the Fellowship. A vote of ninety percent (90%) shall be required to call a minister.
- F.** No form of proxy voting shall be allowed.

## **Article VI – Officers**

- A.** At each annual meeting there shall be chosen by ballot a President-elect who shall hold office for one (1) year beginning July 1 of the year of election. The President-elect shall succeed the President at the end of the President's one (1) year term. In odd-numbered years, a Treasurer shall be chosen by ballot and in even-numbered years a Secretary shall be chosen by ballot, both of whom shall hold their offices for two (2) years beginning July 1 of the year of their election, and until their successors have been elected and qualified.
- B.** The officers shall have the following duties:
  - 1.** President: preside at all business meetings of the Board and of the Fellowship. The President, by right of office (ex-officio), is a member of the Finance Committee. The President is an ex-officio member without vote of all Committees of the Fellowship.
  - 2.** President-elect: to succeed the President at the end of the President's term of office; to learn the policies and procedures of the Board and office of the President; to set goals for the President-elect's upcoming one year term of office; to act in place of the President during the President's absence, incapacitation or resignation; and to conduct such other duties as may be prescribed by the President.
  - 3.** Secretary: keep accurate minutes of all meetings of the Board and of the Fellowship; be the custodian of all records, policies, documents and papers belonging to the Fellowship, except financial records; notify the members by mail of all meetings and affairs to be voted on; maintain a list of all Fellowship members; and perform such other duties as may be prescribed by the Board.
  - 4.** Treasurer: oversee the receipt, recording, safekeeping and disbursement of all money and/or other property of the Fellowship; prepare financial statements in accordance with policies established by the Board; assist in the preparation of the budget; be the custodian of all financial records; and perform such other duties as may be prescribed by the Board. The Treasurer is an ex-officio member of the Finance Committee. Bond shall be furnished for the Treasurer at the expense of the Fellowship. All financial records shall remain the property of the Fellowship and shall be open for inspection pursuant to restriction as defined in the Nevada Revised Statutes.

## **Article VII – Board of Trustees**

- A.** The Board shall consist of four (4) officers and five (5) elected trustees. All officers and trustees shall be members in good standing of the Fellowship. Trustees are elected for rotating two (2) year terms. Any vacancy in the position of officer or trustee shall be filled through appointment by the Board until the next annual meeting of the Fellowship, at which time the membership shall elect a member to fulfill the term of the vacancy.
- B.** The Leadership Development Committee may post for election by the members a youth representative to the Board, between the ages of 14 and 20, who will serve a one (1) year term. If the youth representative is under the age of 18, the youth representative shall have no voting rights. Otherwise, the youth representative is a full member of the Board.
- C.** Except as to matters reserved by these Bylaws to the membership as a whole, the Board shall be the governing body of the Fellowship and shall be responsible for all of the Fellowship's business affairs. It shall be responsible for the overall direction of the Fellowship and shall effect policy and programs to accomplish the needs and objectives of the Fellowship as stated in Article II.
- D.** The Board shall maintain a policy handbook which includes job descriptions, committee operating guidelines and adopted policies.
- E.** The Board shall meet regularly at least once per month.
- F.** The effecting of policy and programs shall not include the calling of a minister, which shall be the exclusive right of the members.
- G.** A quorum shall be five (5) members of the Board, provided that one (1) of the five (5) is the President or President-elect. A majority present and voting shall carry any motion or resolution.
- H.** The President is a voting member of the Board.
- I.** The Minister is a consultant to the Board.
- J.** Meetings of the Board shall be open to the membership, however, the Board may, at any meeting, by a majority vote of those Board members voting, declare a closed session for discussion of litigation or personnel matters. At the conclusion of the closed session the meeting will be reopened and any decisions shall be restated in open session and recorded in the minutes. A closed session for personnel matters may remain open at the request of the individual for whom the session is being held.
- K.** The Board shall have the authority to employ and dismiss employees of the Fellowship, except for the Minister.
- L.** Any legal documents shall be signed by any two current officers.
- M.** With the exception of the Minister's discretionary account, any checks drawn on Fellowship accounts shall be signed by two (2) members of the Board. If there is an Assistant Treasurer as defined in Section R of this Article, in the absence of the Treasurer the Assistant Treasurer is authorized to act as one of the signatories. At no time may the Treasurer and the Assistant Treasurer be the only signatories to a check drawn on Fellowship accounts.
- N.** Any check for an obligation of the Fellowship exceeding \$10,000 shall be signed by two (2) Officers of the Board excluding the Treasurer.
- O.** The Board shall arrange for a competent review of the Fellowship's financial records and assets at least annually and shall report the results of such review to the Fellowship at the annual business meeting.
- P.** The Board shall designate members in good standing as official delegates and alternates to the Unitarian Universalist Association General Assembly and the Pacific Central District Assembly business meetings.
- Q.** A member of the Board may be removed by the Board by a majority vote of the other Board members serving, if that member being removed has three (3) unexcused absences.

- R.** The Board, by written resolution, may create the position of Assistant Treasurer to work with and be under the supervision of the Treasurer and may prescribe the qualifications, powers and duties of the Assistant Treasurer. The position of Assistant Treasurer shall be filled by appointment of the President, subject to ratification by the Board. Bond shall be furnished for the Assistant Treasurer at the expense of the Fellowship. The Assistant Treasurer shall not be a member of the Board or a voting member of the Finance Committee or of the Legacy Committee.

### **Article VIII – Committees of the Board**

- A.** The Board may determine the name, number and duties of Committees of the Board as deemed necessary to carry out the work and operations of the Fellowship.
- B.** Each Committee of the Board shall be created by a policy statement approved by the Board and shall remain extant until rescinded by the Board.
- C.** The Board shall maintain the Finance Committee as one of the Committees of the Board.
- 1.** The Finance Committee shall monitor the Fellowship’s financial records; review and oversee the creating of accurate, complete, timely, and meaningful financial statements; monitor budget implementation and financial procedures; anticipate financial problems; monitor and ensure the safeguarding of assets; monitor compliance with federal, state, and other financial reporting requirements; and help the Board understand the Fellowship’s finances.
  - 2.** The Finance Committee must consist of at least five members, including the President and Treasurer. The Finance Committee shall include at least one member of good standing in the Fellowship who does not serve on the Board and whose experience in accounting, finance, or business may assist the Finance Committee in the performance of their financial oversight responsibilities.
  - 3.** A quorum shall consist of three (3) members; a majority present and voting shall carry any motion or resolution.
  - 4.** The Finance Committee shall report to the Board at each scheduled meeting of the Board.
- D.** Committee chairs for Committees of the Board shall be members in good standing of the Fellowship and shall be recommended by the Leadership Development Committee and approved by the Board. Committee chairs shall be authorized to appoint members to their committees and to appoint subcommittee chairs.
- E.** Each Committee of the Board shall have at least three members.
- F.** The Board must designate at least one of its members as a liaison to each Committee of the Board. Such liaisons shall be familiar with the activities of their designated committee and the liaison or the committee chair shall report to the Board at its meetings.
- G.** The President may appoint task forces as deemed necessary to carry out the work of the Fellowship. The chair, members, and duties of such task forces are at the discretion of the President. The term for each task force expires at the end of the appointing President’s term.
- H.** All Committees of the Board shall consider the budget adopted by the Fellowship at the annual meeting as the principal authority for the expenditure of funds.
- I.** The Minister is an ex-officio member without vote of all Committees of the Board.

### **Article IX – Committees of the Fellowship**

The Committees of the Fellowship serve as oversight and governance agencies of the Fellowship and are comprised of members elected by the Fellowship. The Committees of the Fellowship shall advise and make recommendations to the Board and to the Fellowship in accordance with their duties.

- A. Each Committee of the Fellowship shall consist of five (5) members in good standing of the Fellowship who are elected to rotating three (3) year terms by the membership at the annual business meeting.
- B. All terms of service for members of Committees of the Fellowship shall begin July 1 of the year of their election, and until their successors have been elected and qualified.
- C. No member shall serve more than two (2) consecutive three (3) year terms on the same Committee of the Fellowship, but after a lapse of one (1) year a former member may be reelected.
- D. There shall be a Leadership Development Committee charged to develop on-going plans for succession; to assemble candidates for elective office; to assemble candidates for election to the Committees of the Fellowship; and to recruit committee chairs and ministry chairs.
  - 1. To the extent reasonably possible, the Leadership Development Committee will seek qualified candidates that are representative of the many diversities found within the Fellowship.
  - 2. The Leadership Development Committee shall elect its own chairperson from its membership.
  - 3. The Leadership Development Committee will regularly submit reports to the Board but no less than twice a year.
  - 4. The Leadership Development Committee will submit a report to the Fellowship at the annual business meeting.
- E. There shall be a Committee on Ministries charged to monitor and evaluate the covenantal relationship between the Minister and the Board; to monitor and evaluate the well-being of the Fellowship; to mediate conflicts between congregants; and to evaluate the performance of the ministries of the Fellowship and ensure coherence between that performance and the religious purpose of the Fellowship as defined in Article II.
  - 1. The function of the Committee on Ministries will be guided by the policies it establishes that inform the Fellowship of its focus and its approaches to fulfilling its mission.
  - 2. The Committee on Ministries will elect its own chairperson from its membership.
  - 3. The Committee on Ministries will regularly submit reports to the Board but no less than twice a year.
  - 4. The Board in consultation with the Committee on Ministries shall provide for a system of at least annual review of the Minister.
  - 5. The Committee on Ministries will submit a report to the Fellowship at the annual business meeting.
  - 6. The Committee on Ministries shall select three members of the Fellowship to constitute a Conflict Management Team, who will be experienced and trained in conflict management and mediation skills, and who will serve for indefinite terms. The Conflict Management Team will serve as a resource for handling conflicts between congregants when one or more parties submits a written request for such assistance.
- F. There shall be a Legacy Committee charged to serve as the custodian of the UUFNN Legacy Fund, hereinafter called “The Fund”, as defined in Article XIV of these Bylaws.
  - 1. The Legacy Committee shall elect from its members a Chairperson, Financial Secretary and Recording Secretary. The Chairperson, or member designated by the Chairperson, shall preside at all Legacy Committee meetings.
  - 2. The Legacy Committee shall meet at least quarterly, or more frequently as deemed by it in the best interest of the Fund.
  - 3. A quorum shall consist of three (3) members; a majority present and voting shall carry any motion or resolution.

4. The Recording Secretary shall maintain complete and accurate minutes of all meetings of the Legacy Committee and shall supply a copy thereof to each member of the Legacy Committee. Each member shall keep a complete copy of minutes to be delivered to her or his successor. The Recording Secretary shall also supply a copy of the minutes to the Board.
5. The Financial Secretary shall assist the Treasurer in maintaining complete and accurate books of accounts for the Fund and shall submit to the Treasurer on behalf of the Legacy Committee written statements for checks payable from the Fund and shall sign all other necessary documents on behalf of the Fellowship in furtherance of the purposes of the Fund.
6. Members of the Legacy Committee shall not be liable for any losses that may be incurred by the investment of the assets of the Fund except to the extent that such losses shall have been caused by bad faith or gross negligence by a member of the Legacy Committee. No member shall be personally liable as long as she or he acts in good faith and with ordinary prudence. Each member shall be liable only for her/his own willful misconduct or omissions and shall not be liable for the acts or omissions of any other member.
7. No member shall engage in any self-dealing or transactions with the Fund in which the member has direct or indirect financial interest and shall at all times refrain from any conduct in which her or his personal interests would conflict with the interest of the Fund.
8. The Legacy Committee may request other members of the Fellowship to serve as advisory members. The Legacy Committee may also provide for such professional counseling on investments or legal matters as it deems to be in the best interest of the Fund, and, if necessary, at the expense of the Fund taken from the annual distribution amount or undistributed capital appreciation.
9. The Legacy Committee shall report on a quarterly basis to the Board and, at the annual meeting of the Fellowship shall render a full and complete audited account of the administration of the Fund during the preceding year.
10. The Minister is an ex-officio member without vote of the Legacy Committee.
- G. In the event of a vacancy on any Committee of the Fellowship the Board shall appoint a member to fill the vacancy until the next annual business meeting of the Fellowship, at which time the membership shall elect a member to fulfill the term of the vacancy.
- H. All Committees of the Fellowship shall consider the budget adopted by the Fellowship at the annual meeting as the principal authority for the expenditure of funds.
- I. The President is an ex-officio member without vote of all Committees of the Fellowship.

## **Article X – The Minister**

- A. The right to call a minister is reserved to the Fellowship as a whole.
- B. When the Fellowship seeks to call a minister a Ministerial Search Committee shall be formed for this purpose, and the search shall be conducted in accordance with any applicable standards and procedures of the Unitarian Universalist Association.
  1. Nominees for the Ministerial Search Committee shall be proposed by a committee named by the Board and approved by the members.
  2. The Ministerial Search Committee shall be comprised of members in good standing of the Fellowship.
  3. To the extent reasonably possible, the Ministerial Search Committee shall be representative of the many diversities found within the Fellowship.
  4. The Minister may not serve on the Ministerial Search Committee.

- C. No call shall be offered to any minister who has not received a favorable vote of ninety percent (90%) or more of the members present in person at a meeting called for such purpose.
- D. When the Fellowship has called a minister and that minister has accepted the call, an Agreement for Ministerial Services regarding hours, compensation, benefits, etc., will be developed and agreed to by the minister and the Board. Once the Agreement for Ministerial Services is in effect and the minister has been employed by the Fellowship for ninety (90) days the minister is considered settled for the purposes of these Bylaws.
- E. The Minister shall have complete freedom of the pulpit.
- F. The Agreement for Ministerial Services may be amended from time to time by mutual agreement of both the Minister and the Board.
- G. The Minister can only be dismissed or released from her or his position under the following conditions:
  1. By mutual agreement of the Minister and the Board.
  2. Upon presentation of ninety (90) days written notice by the Minister.
  3. Upon a vote for termination by two-thirds (2/3) of the members present in person at a meeting called to consider this question in accordance with these Bylaws.
- H. The Board in consultation with the Committee on Ministries shall provide for a system of at least annual review of the Minister.
- I. The Ministries of the Fellowship serve the purposes of the Fellowship as defined in Article II of these Bylaws and fall under the purview of the Minister.

### **Article XI – Budget**

- A. An annual budget shall be proposed by the Board or such committee as it may designate no later than April 30 of each year and shall be adopted by the Fellowship at the annual business meeting called in conformity with Article V.
- B. The budget shall be accompanied by a written explanation of the budget items and shall also include amounts for the Pacific Central District and the Unitarian Universalist Association.
- C. Money given to the Fellowship for a designated purpose or use shall not be used for any other purpose or use without the express written consent of the donor, the donor's legal representative or successor. The Board reserves the right to refuse designated donations.
- D. When expenditures are made in accordance with the annual budget, no further approval from the Board is required. Requests to spend beyond the budgeted amount shall be given in writing to the Finance Committee who will consider the request and determine if the expenditure can be authorized. When an expenditure not covered in the annual budget is contemplated and that expenditure is in excess of one half a percent (1/2%) of the total annual budget the Finance Committee must review the request and make a recommendation to the Board for action.
- E. All fundraising on behalf of the Fellowship shall be reviewed by the Finance Committee and approved by the Board.

### **Article XII– Fiscal/Fellowship Year**

The Fiscal Year is the Fellowship Year and shall begin on July 1 of any year and end on June 30 of the following year.

### **Article XIII – Rules of Order**

Unless a different rule is provided in these Bylaws, matters of procedure at any meeting

of the Fellowship, the Board, any committee or organization of the Fellowship shall be governed by the latest edition of Robert's Rules of Order.

#### **Article XIV – The Legacy Fund**

There is established an endowment fund known as the UUFNN Legacy Fund. The purpose of the Fund is to enhance the mission of the Fellowship apart from the general operation of the Fellowship by encouraging the transfer of property (cash, stocks, bonds, real estate), charitable bequests in Wills, charitable remainder and other trusts, pooled income funds, charitable gift annuities, and the assignment of life insurance and retirement plans. It is the desire of the Fellowship to receive and administer these gifts in a manner consistent with the loyalty and devotion expressed by the grantors and in accord with the policies of this Fellowship.

- A.** The Legacy Committee shall be the custodian of the Fund.
- B.** All assets of the Fund are to be held in the name of the UUFNN Legacy Fund.
- C.** Unless otherwise designated, any bequest to the Fellowship will be deposited in the Fund. Requests with specific restrictions on their use will be evaluated by the Legacy Committee as to whether or not the bequest should be managed within the Fund.
- D.** Recommendations to hold, sell, exchange, rent, lease, transfer, convert, invest, reinvest and in all other respects to manage and control the assets of the Fund, including stocks, bonds, debentures, mortgages, notes or other securities, as in their judgment and discretion they deem wise and prudent, are to be made by the Legacy Committee for approval by the Board, with subsequent execution by the delegated member(s) of the Legacy Committee.
- E.** The Legacy Committee shall keep records of all donors and gifts, shall determine the historic dollar value of all gifts, and shall abide by restrictions of any gifts to the Fund deemed acceptable by the Committee and/or the UUFNN Board and assigned to the Fund. Lifetime and testamentary unrestricted gifts and designated (directed) gifts to the Legacy Fund shall accumulate until a fair market value of \$100,000 is achieved, after which annual distributions may commence. Reserves monies for earmarked gifts (see the Gift Policy) will not be counted as part of the fair market value. Should the fair market value of the Fund subsequently decline to less than \$100,000, distributions from the fund shall only be made upon a two thirds (2/3) majority vote of approval from the Fellowship. Distributions or Grants shall be capped at 4% of the fair market value as of January 1 of the year, or \$5,000, whichever is less. For purposes of computing fair market value, any funds that are reserves for future years (see the Gift Policy) will be excluded. Once the fair market value exceeds \$200,000, \$300,000, and so on, the fixed cap on withdrawals will rise to \$10,000, \$15,000, and so on.
- F.** No portion of contributions or distributions from the Fund shall be used for the annual operating budget of the Fellowship unless authorized by a two thirds (2/3) vote of the Fellowship.
- G.** Programs for support shall be recommended by the Legacy Committee and approved by the Board for funding. Suggestions or requests for funding are to be submitted to the Legacy Committee by April 1 of each year.
- H.** The books of the Fund shall be audited annually by a certified public accountant or by an audit committee of the Fellowship made up of individuals who are not members of the Legacy Committee.
- I.** In the event that the Fellowship ceases to exist either through merger or dissolution, disposition or transfer of the Fund shall be at the discretion of the Board in conformity with the approved Fellowship Bylaws and in consultation with the Unitarian Universalist Association (UUA). Consultation with the UUA may also be desirable for the continuation of Fund obligations to grantors of gifts.

## **Article XV – Amendments**

These Bylaws may be amended or repealed at any business meeting of the Fellowship by a vote of two-thirds (2/3) of those members present in person. Full text of any proposed changes in the Bylaws shall be included in the notice of the meeting. However, at the discretion of the Board, in the case of a major revision of these Bylaws, copies of the full text of the proposed revisions shall be available at the Fellowship office and will also be available to each member at the noticed meeting. A summary statement only of the proposed major revisions shall be provided with the notice of the meeting at which these major revisions shall be considered. The Board shall appoint a committee to review these Bylaws at least bi-annually.

## **Appendix B. Committee Charters**

### Finance Committee Charter

**Approved February 18, 2016**

#### **Purpose**

The Finance Committee is responsible for regular oversight of the financial resources of the Fellowship. This Committee supports the Treasurer and Board of Trustees in completing their fiduciary duties related to the financial management of the Fellowship. The Committee also oversees the income and expenses for other Committees (excluding the Legacy Committee) and Ministries to ensure they are meeting their financial responsibilities.

The specific responsibilities of the Finance Committee are called out in Article VIII, Section C of the bylaws. In addition, Article XI of the bylaws calls out additional areas for collaboration with the Board of Trustees and the Treasurer.

The Committee is encouraged to use their creativity to meet their specific responsibilities.

#### **Ends Linkage**

Finance supports delivery of all ends, but specifically provide the following part in meeting the Ends of our Fellowship:

**Leadership:** Most leaders in the Fellowship are responsible for some portion of the operating budget. Their ability to understand and manage those financial resources is very important to them fulfilling their leadership roles.

**Governance:** Financial management is a key part of the day to day operations of our Fellowship. Through consistent and trustworthy practices demonstrated by our Finance Committee, officers, and Board of Trustees, members of the Fellowship will develop a sense of trust and will be able to hold themselves and others accountable to our financial responsibilities.

**Stewardship:** The Finance Committee is responsible for ensuring we have a balanced budget that supports our minister, staff, buildings, grounds, and programs and monitors to ensure income and expenses stay within the budget as approved by the congregation.

#### **Accounting**

While the committee is responsible for overseeing income and expenses in all areas (excluding the Legacy Fund), this committee will be specifically responsible for tracking the income Chart

of Accounts items listed below and authorizing expenses related to the expense Chart of Accounts items listed below

*Income Chart of Accounts Items*

- 501 Financial Commitments
- 503 Plate Contributions, excluding 503.4 Share the Plate
- 506 Interest Income
- 507 Dividend Income
- 513 E-Scrip
- 514 Transfer from Designated Fund

*Expense Chart of Accounts Items*

- 623 Finance – Excluding 611 and 611.1
- 640 Denominational Affairs
- 857 Debt Retirement
- 999 Reserve Account Payback

The Committee shall maintain a list of all recurring bills to be paid by the Treasurer. This list should indicate what authorization is required before issuing payment on those recurring bills.

**Chair Policies**

The Chairperson of this Committee shall:

- Know the contact information for the President of the Board of Trustees.
- Know the contact information for each member of the Committee.
- In collaboration with the Treasurer notify the Board of a projected annual surplus or deficit of greater than 1% of the total operating budget of the Fellowship no later than March 31 of each church year.

**Member Policies**

The members of this Committee shall not:

- Act unlawfully, unethically, or with imprudence in their work with this Committee.
- Knowingly contravene the bylaws of the Fellowship.
- Authorize expenditures beyond those approved within the operating budget as amended according to Article XI, Section D.
- Share personal financial information about members of the Fellowship without explicit authorization by the Treasurer.

## Stewardship Committee Charter

**Approved February 18, 2016**

### **Purpose**

The Stewardship Committee is responsible for increasing generosity of our fellowship through the completion of annual financial commitments from our members and friends. There are no bylaws that pertain directly to the work of this Committee.

The Committee is encouraged to use their creativity to meet their specific responsibilities.

### **Ends Linkage**

Annual Financial Commitments have historically made up 2/3 of the operating budget of our Fellowship. As such, the work of this committee enables many of the ends. Specifically, the work of this committee supports our ends as follows.

**Community:** The Annual Budget Drive is the only time every year where the Fellowship makes an effort to reach out to each and every member. This is an opportunity to remind our members and friends of the importance of the Fellowship in their lives.

**Leadership:** The Annual Budget Drive usually involves a number of members of the Fellowship. As such it is an opportunity for those who might not otherwise assume positions of authority or leadership to do so as they help to complete the Annual Budget Drive.

**Stewardship:** The annual budget drive results in 2/3 of the operating funds of the Fellowship. As such, it is their key activity to ensure we have sufficient money to meet the ends of our Fellowship.

### **Accounting**

The approved amount of money in the following budget lines represents the extent of the funding for the work of this committee. The committee is responsible for authorizing any expenses in these budget line items.

639 Stewardship

639.1 Annual Budget Drive

639.2 Stewardship Printing

### **Chair Policies**

The Stewardship Committee is chaired by both a lay leader and the President-Elect of the Fellowship.

The Co-Chairpersons of this task force shall:

- Know the contact information for the President of the Board of Trustees.
- Know the contact information for each member of the task force.
- Notify the Finance Committee by April 1 of the total of actual financial commitments expected for the following fiscal year.

### **Member Policies**

The members of this task force shall not:

- Act unlawfully, unethically, or with imprudence in their work with this task force.
- Knowingly contravene the bylaws of the Fellowship.
- Share personal financial information about members of the Fellowship without explicit authorization by the Treasurer.
- In any way intimate that an annual financial commitment is a requirement for membership or that regular giving is required for attendance at the Fellowship.

# Leadership Development Committee Charter

**Approved February 18, 2016**

## **Purpose**

The Leadership Development Committee is responsible for identifying and recruiting new lay leaders for our Fellowship as outlined in Article IX, Section D of our bylaws. The Committee's work helps to keep our Fellowship vital by regularly finding new leaders for our elective offices, committees and ministries.

The Committee is encouraged to use their creativity to meet their specific responsibilities.

## **Ends Linkage**

**Community:** Through their recruitment efforts, the Committee has an opportunity to explain how we live our Unitarian Universalist values to prospective leaders. The Committee's selection of candidates also demonstrates the importance we place on having an inclusive Fellowship.

**Leadership:** The Committee plays an important role in identifying individuals who have the skills to become self-actualized leaders.

**Governance:** A regular succession of qualified leaders develops a healthy sense of authority and trust in our members.

## **Accounting**

The Committee has no operating budget for their work. If the Committee anticipates expenses, they should consult with the Finance Committee on a source of available funds before incurring any expenses.

## **Chair Policies**

The Chair of this Committee shall:

- Know the contact information for the President of the Board of Trustees.
- Know the contact information for each member of the Committee.
- Provide a status report to the Board on recruitment efforts by December 15.
- Provide the final slate of candidates for elective offices and annual report to the Board by April 15.

## **Member Policies**

The members of this Committee shall not:

- Act unlawfully, unethically, or with imprudence in their work with this Committee.
- Knowingly contravene the bylaws of the Fellowship.