

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

TABLE OF CONTENTS

I: Ends	2
Policy A: Mission	2
Policy B: Ends Statements (2025)	3
Policy C: Values	4
Policy D: Moral Ownership	5
II: Executive Leadership Limitations	6
Policy A: General Executive Leadership Conduct	7
Policy B: Staff/Volunteer Treatment	8
Policy C: Compensation and Benefits	9
Policy D: Financial Planning and Budgeting	10
Policy E: Financial Condition	11
Policy F: Asset Protection	12
Policy G: Executive Leader Conflict of Interest	14
Attachment A	15
Policy H: Communication and Counsel to the Board	16
Policy I: Facilities Planning	18
Policy J: Anti-Racism and Racial Healing Commitment	19
Policy K: Member, Friend, Visitor Treatment	20
III. Governance Process	21
Policy A: Governing Style	22
Policy B: Board Job Contributions	23
Policy C: Agenda Planning	24
Policy D: Officers' Roles	25
Policy E: Board Members' Code of Conduct	27
Attachment A	29
Policy F: Committee Principles	30
Policy G: Complaint Procedure	31
Policy H: Board-Ministerial Search Team Relationship	34
IV: Board-Executive Leadership Relationship	35
Policy A: Delegation to the Executive Leadership	36
Policy B: Executive Leadership Job Contribution	37
Policy C: Monitoring Executive Leadership Performance	38
Policy D: Disciplinary Policy	41
Policy E: Executive Leadership Compensation	42

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

I: Ends

Policy A: Mission

Unity Church-Unitarian fosters transformation through a free and inclusive religious community that encourages lives of integrity, service, and joy.

Amended January 31, 2005, May 12, 2018

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

I: Ends

Policy B: Ends Statements (2025)

We the people of Unity Church-Unitarian, grounded in a joyous vision of beloved community, within, among, and beyond ourselves,

- understand the interconnected roots of oppression and yoke ourselves to the demands, sacrifices, and hard work of antiracism, multiculturalism, and climate and economic justice;
- cultivate a multigenerational community of joy, care, and belonging, and evangelize love to meet the deep and abiding hunger in all of us;
- practice lifelong faith formation, grounded in Unitarian Universalist theology, that breaks us open and allows us to be transformed.

Approved June 14, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

I: Ends

Policy C: Values

Unity Church-Unitarian honors the ambiguity and uncertainty in the search for greater truth, meaning, and equity. In all we do, we strive to embody:

- Wonder
- Open-hearted engagement
- Courageous action

Amended April 30, 2003, August 17, 2016, May 12, 2018

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

I: Ends

Policy D: Moral Ownership

The Moral Owners of Unity Church-Unitarian are members of Unity Church-Unitarian and others who yearn for the Beloved Community and see Unity Church-Unitarian as an instrument for its realization. The Beloved Community is engaged in the work of the spirit. It is community at the highest level of reality and possibility, where love and justice prevail.

Amended July 27, 2005, May 13, 201

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

II: Executive Leadership Limitations

The Executive Leadership shall not cause or allow any practice, activity, decision, or organizational circumstance that is unlawful, imprudent or in violation of commonly accepted business or professional ethics, or that does not uphold the principles of anti-racism, anti-oppression, and cultural as well as class inclusion of Unity Church-Unitarian. Activities that align with the church's core values and extend the church's mission, but may challenge statutory law then in effect, are exempt from this prohibition.

Amended Nov 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

II: Executive Leadership Limitations

Policy A: General Executive Leadership Conduct

The Executive Leadership shall not operate without a procedural policy consistent with commonly accepted business practices and professional ethics so as to prevent misconduct, and dishonesty. For purposes of this policy, misconduct and dishonesty, includes but is not limited to:

1. Theft or other misappropriation of assets, including assets of the corporation or others with whom Unity Church-Unitarian has a business relationship;
2. Misstatements and other irregularities in corporation records, including the intentional misstatement of the results of operations;
3. Forgery or other alteration of documents, including electronic documents;
4. Fraud and other unlawful acts.

Unity Church-Unitarian specifically prohibits these and other illegal activities in the actions of the Executive Leadership, staff, and all others responsible for carrying out its activities.

Amended June 28, 2006, August 17, 2016, April 19, 2017, May 13, 2017, October 17, 2018, November 10, 2018, November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

II: Executive Leadership Limitations

Policy B: Staff/Volunteer Treatment

With respect to treatment of staff and volunteers, the Executive Leadership shall not cause or allow conditions that are inhumane, unfair, or unprofessional, or that do not uphold the principles of anti-racism, anti-oppression, and cultural as well as class inclusion of Unity Church-Unitarian. Accordingly, the Executive Leadership shall not:

1. Discriminate (as defined by city, state, and/or federal laws) against existing or potential staff and/or volunteers.
2. Use methods of collecting, reviewing, transmitting, or storing staff information that fail to protect against improper access to the material.
3. Subject staff or volunteers to unsafe or unhealthy conditions, including inaccessible or unsafe facilities.
4. Withhold from staff a due-process internal grievance procedure.
5. Allow staff to be unaware of the Board's grievance process and how to use it, nor prevent staff from grieving to the Board when:
 - a. internal grievance procedures have been exhausted and
 - b. the staff member alleges either that
 - i. Board policy has been violated to the staff member's detriment, or
 - ii. Board policy does not adequately protect the staff member's human rights.
6. Hire members as staff unless such hires are first fully informed about what they will give up in connection with their status as members of the congregation and know how to seek spiritual care outside of the context of the employer-employee relationship.

Amended May 28, 2003, August 17, 2016, March 11, 2017, May 13, 2017, November 10, 2018, May 10, 2025, October 11, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

II: Executive Leadership Limitations

Policy C: Compensation and Benefits

With respect to employment, compensation, and benefits to staff, consultants, contract workers, and volunteers, the Executive Leadership shall not cause or allow jeopardy to the fiscal integrity, to the public image, or to the ability of Unity Church-Unitarian to be an anti-racist, anti-oppressive, multicultural, and class inclusive institution. Accordingly, the Executive Leadership shall not:

1. Change individual Executive Leadership members' compensation, benefits, or allocated professional expenses as established by the Board.
2. Promise or imply permanent or guaranteed employment.
3. Establish current compensation and benefits that:
 - a. Deviate materially from applicable nonprofit or geographic benchmarks for the skills employed, absent legitimate reasons articulated to the Board.
 - b. Create obligations over a term longer than revenues can be safely projected, in no event longer than one year and in all events subject to revised forecasting.
4. Establish deferred or long-term compensation and benefits that:
 - a. Cause unfunded liabilities to occur or in any way commit the organization to benefits that incur unpredictable future costs.
 - b. Provide less than some basic level of benefits to all full-time employees, though differential benefits reflecting market conditions or other appropriate factors are not prohibited.

Amended June 10, 2009, August 17, 2016, March 11, 2017, May 13, 2017, October 17, 2018, November 10, 2018

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

II: Executive Leadership Limitations

Policy D: Financial Planning and Budgeting

With respect to financial planning and budgeting, the Executive Leadership shall not jeopardize either programmatic or fiscal integrity of Unity Church-Unitarian. Accordingly, the Executive Leadership shall not cause or allow fiscal projections that:

1. Contain too little detail to enable reasonably accurate projection of revenues and expenses, separation of capital and operational items, cash flows, and disclosure of planning assumptions.
2. Plan the expenditure in any fiscal year of more funds than are conservatively projected to be available for use in that period, absent legitimate articulated reasons.
3. Do not separately present a plan for capital expenditures and the means to pay for them. Capital expenditures are all repayments of debt and any building additions or equipment purchases over \$10,000 each.
4. Deviate materially from Board-stated priorities and requirements (see Ends policies) in its allocation among competing fiscal needs.

Amended June 10, 2009, November 14, 2015, March 11, 2017, October 17, 2018, November 10, 2018, November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

II: Executive Leadership Limitations

Policy E: Financial Condition

With respect to the actual, ongoing condition of Unity Church-Unitarian's financial health, the Executive Leadership shall not cause or allow fiscal jeopardy or loss of allocation integrity. Accordingly, the Executive Leadership shall not:

1. Without Board approval, authorize expenditures in amounts greater than can be repaid by certain, otherwise unencumbered revenues within 90 days or allow cash to drop below the amount needed to settle payroll and debts in a timely manner.
2. Expend any endowment or designated funds other than for the purposes determined at the time of receipt or designation.
3. Borrow from capital and other set-aside accounts, including endowment funds, unless the funds can be restored by otherwise unencumbered revenues within 60 days based on reasonable cash flow projections.
4. Allow actual allocations to deviate materially from approved operating and capital budgets and forecasts.
5. Allow allocation of unbudgeted, unrestricted gifts to deviate from Board priorities as articulated by the Ends and Limitations herein and, moreover, shall not allow the Board to be uninformed about the disposition of any such gift above \$20,000 or finalize the disposition of such gifts above \$100,000 until the Executive Leadership has received approval of its plan from the Board.
6. In accordance with Unity Church-Unitarian Bylaws, (a) sign contracts in excess of \$20,000 (unless the expense has been included in an approved operating or capital budget), (b) sign any deed, conveyance, or mortgage, or (c) sign any grant agreements.

Amended December 13, 2006, March 11, 2017, May 13, 2017, October 17, 2018, November 10, 2018

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

II: Executive Leadership Limitations

Policy F: Asset Protection

Executive Leadership shall not cause or allow corporate assets to be unprotected, inadequately maintained, or unnecessarily risked. Accordingly, Executive Leadership shall not:

1. Operate without insurance against theft and casualty losses at replacement value less reasonable deductible and/or co-insurance limits.
2. Operate without insurance against corporate liability and personal liability of Board members and staff, taking into account pertinent statutory provisions for indemnification and exemptions applicable to Minnesota non-profit organizations.
3. Allow unnecessarily broad or un-vetted access to accounts or allow un-bonded personnel access to material amounts of funds.
4. Allow land, buildings or equipment to be subjected to improper wear and tear or insufficient maintenance.
5. Unnecessarily expose the organization, its Board, or staff to claims of liability, or risk its nonprofit or tax-exempt status.
6. Make any purchase of over \$10,000 without at least two competitive bids, unless the Board waives this competitive bid requirement.
7. Receive, process, or disburse funds under controls insufficient to meet the Board-appointed auditor's standards or other governmental requirements.
8. Operate without a prudent and comprehensive investment policy that aligns with our values, mission, and Ends and has been approved by the Board, and fail to provide regular, active oversight of compliance with the policy.
9. Allow intellectual property assets to be unprotected. These assets include liturgical materials, curricula, music, and any other intellectual property developed during the tenure of staff and ministers unless otherwise specified in letters of agreement or employment contracts.
10. Allow intellectual property ownership to be unclear or undocumented.
11. Allow physical and electronic assets and data to lack reasonable protection, including from cyber threats.
12. Operate without a policy for the use of church assets (including space) that aligns with our values, mission and Ends and has been approved by the Board, and fail to provide regular oversight of compliance with the policy.

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

II: Executive Leadership Limitations

Amended June 10, 2009, November 8, 2014, November 14, 2015, March 11, 2017, May 13, 2017, October 17, 2018, November 10, 2018, November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

II: Executive Leadership Limitations

Policy G: Executive Leader Conflict of Interest

Each Executive Leader, before becoming an Executive Leader, and on an annual basis thereafter, shall complete the Disclosure Statement set forth in Attachment A, disclosing actual and potential conflicts of interest. Such completed forms will be provided to the Chair of the Board.

1. For purposes of these policies, “conflict of interest” is any actual or potential situation in which an individual’s close relationship to another party would make it difficult for the individual to be unbiased in carrying out their obligations to Unity Church-Unitarian, including situations where this appears likely to an outsider.
2. If an actual or potential conflict of interest arises involving an upcoming decision or action of the Executive Leadership or any member thereof, the affected Executive Leader shall disclose the issue to the other Executive Leaders and to the Chair of the Board.
3. If an actual or potential conflict of interest is disclosed to the Chair of the Board whether on an Annual Disclosure Statement or otherwise, the Chair shall consult with the Board Capacity sub team to determine how to resolve the issue.
4. If it was determined retrospectively that an Executive Leader was involved in making a decision in which an Executive Leader had a conflict of interest, the matter shall be disclosed to the Chair of the Board, who shall consult with the Board Capacity sub team to determine how to resolve the matter.
5. The Executive Leadership shall ensure that a conflict of interest policy is in place for staff members and such policy provides that any conflict of interest involving a staff member who is not a member of the Executive Leadership is disclosed to and resolved by the Executive Leadership.

Adopted May 28, 2003, amended March 11, 2017, November 10, 2018, November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

Attachment A

DISCLOSURE STATEMENT

I have read and understand the Church's policies on Conflicts of Interest attached. To the best of my knowledge, I do not have a potential or actual conflict of interest, as described in these policies, requiring disclosure under the policies, except as described below or in the attached statement:

I understand that all potential or actual conflicts must be disclosed on this annual form, whether or not they have been disclosed previously.

If any situation should arise in the future that I think may involve a potential or actual conflict of interest, I will promptly disclose such conflict in writing to the current Board Chair.

Signature: _____ Date: _____

Name [PRINT]: _____

Position: (Board Member or Executive Leader) _____

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

II: Executive Leadership Limitations

Policy H: Communication and Counsel to the Board

With respect to providing information and counsel to the Board, the Executive Leadership shall not cause or allow the Board to be uninformed or misinformed. Accordingly, the Executive Leadership shall not:

1. Withhold from or provide untimely or inaccurate information or notification to the Board concerning relevant trends, public policy initiatives, public events of Unity Church- Unitarian, initiatives to promote anti-racism, anti-oppression, multiculturalism, or class inclusivity, and material external and internal changes, particularly changes in the assumptions upon which any Board policy has previously been established.
2. Submit the monitoring data required by Board policy IV.C. (“Monitoring Executive Leadership Performance”) in a manner that is not timely, accurate, and understandable or that does not directly address provisions of the relevant Board governing policies.
3. Provide insufficient staff and external points of view, issues, and options as needed for fully informed Board decisions.
4. Present information in unnecessarily complex or lengthy form.
5. Withhold from the Board the need for changes in Board policies of which the Executive Leadership becomes aware.
6. Make public statements about the official position of the congregation or Board on controversial social, political, and/or congregational issues unless the congregation or Board has formally and explicitly adopted them as positions of record. Nothing in this policy shall be construed to infringe upon the fundamental principle of freedom of the pulpit.
7. With respect to permitted public statements about the official position of the congregation or Board on controversial social, political, and/or congregational issues, the Board or Congregation has formally and explicitly adopted the following positions of record:
 - a. Unity Church-Unitarian opposes laws banning same-sex marriage, civil unions, and/or legal protections.¹
 - b. Unity Church-Unitarian is a sanctuary congregation².

¹ Board Resolution, January 25, 2006

² Board designation December 2016 (see Board Annual Report 2016-2017).

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

II: Executive Leadership Limitations

Amended June 10, 2009, November 8, 2014, August 17, 2016, March 11, 2017, November 10, 2018, November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

II: Executive Leadership Limitations

Policy I: Facilities Planning

The Executive Leadership shall not permit the use or modification of the facilities of Unity Church-Unitarian in a manner that does not:

1. Align with the Values, Mission, and Ends Statements herein of Unity Church-Unitarian.
2. Respect the history and heritage of Unity Church-Unitarian and our faith.
3. Communicate appropriately with the stakeholders of Unity Church-Unitarian as to uses of its facilities.
4. Consider and accommodate the needs of Unity Church-Unitarian stakeholders of all ages and abilities.

Created January 31, 2005, amended April 28, 2010, March 11, 2017, May 13, 2017, November 10, 2018

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

II: Executive Leadership Limitations

Policy J: Anti-Racism and Racial Healing Commitment

The Executive Leadership shall not take actions or otherwise conduct the affairs of Unity Church-Unitarian in any manner that does not comport with its commitment to becoming an actively anti-racist institution. The Executive Leadership shall not:

1. Engage vendors in an amount greater than \$5,000 annually without assessing and educating any such vendor using a matrix of values that includes, but is not limited to anti-racism, anti-oppression, multiculturalism, and class inclusion.
2. Allow the Board to be uninformed about the diversity of staff on the Unity Church-Unitarian payroll, including the percentage of positions and salary paid to people of color.
3. Allow staff members to be uninformed about how to conduct their duties in alignment with the anti-racism, anti-oppression, multiculturalism, and class inclusion values of Unity Church-Unitarian.
4. Interpret the Ends Statements herein without consideration of the anti-racism commitment of Unity Church-Unitarian and how that commitment is implemented in covenant with local communities of color.
5. Allow the congregation to be uninformed about the work being done to live out the anti-racism, anti-oppression, multicultural, and class inclusive values of Unity Church-Unitarian or the measurable outcomes of that work, including the percentage of Sunday Offerings that go to organizations with an anti-racist agenda and/or that serve communities of color.

#1 Approved on 11-03-12, #2 - #6 Approved on May 12, 2012, #1 Amended on September 10, 2016, March 11, 2017, May 13, 2017, November 10, 2018, November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

II: Executive Leadership Limitations

Policy K: Member, Friend, Visitor Treatment

With respect to members, friends, and visitors of the church, the Executive Leadership shall not allow conditions, procedures, or decisions that are unsafe, undignified, unnecessarily intrusive, or that fail to provide appropriate confidentiality and privacy.

Accordingly, the Executive Leadership shall not:

1. Use methods of collecting, reviewing, transmitting, or storing member, friend, and visitor information that fail to protect against improper access to the material.
2. Operate inaccessible or unsafe facilities.
3. Fail to maintain and enforce procedures to protect the safety of members, friends, visitors, and children while at the Church or at Church functions.

Approved on May 10, 2025, Amended November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

III. Governance Process

The purpose of the Board is to act on behalf of the Moral Owners of Unity Church-Unitarian to ensure that Unity Church-Unitarian fulfills its Mission and achieves its Ends Statements consistent with its Values with an effective use of resources and within the boundaries of legal and ethical behavior.

Amended November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

III. Governance Process

Policy A: Governing Style

The Board will approach its tasks in a manner that emphasizes strategic leadership rather than administrative detail, clear distinction of Board and staff roles, future rather than past or present, and proactivity rather than reactivity. In this spirit, the Board will:

1. Focus chiefly on intended long-term impacts or Ends, not on the administrative or programmatic means of attaining those effects.
2. Direct, control, and inspire Unity Church-Unitarian through the careful establishment of the broadest organizational values and governing policies (see Board policy III.B.2.).
3. Enforce upon itself whatever discipline is needed to govern with excellence.
 - a. Discipline will apply to policy-making principles, respect for defined roles, and attendance.
 - b. After subjects have been discussed and voted upon, both majority and minority will support the action taken and speak with one voice.
4. Be accountable to the Moral Owners for competent, conscientious, and effective accomplishment of its obligations as a body. It will allow no officer, individual, or committee of the Board to usurp this role or hinder this discipline.
5. Monitor and regularly discuss the Board's own process and performance.
6. Ensure the continuity of Board improvements through systematic treatment of its own institutional memory.
7. Be an initiator of policy, not merely a reactor to staff initiatives. The Board, not the staff, will be responsible for Board performance.
8. Be bold in discerning, articulating, and re-evaluating the aspirational goals of Unity Church- Unitarian toward building and supporting Beloved Community.

Amended May 28, 2003, September 9, 2009, August 17, 2016, April 19, 2017, May 13, 2017, November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

III. Governance Process

Policy B: Board Job Contributions

The job of the Board is to make contributions that lead the congregation toward the desired performance and assure that it occurs on behalf of the Moral Owners. The Board's specific contributions are unique to its trusteeship role and necessary for proper governance and management. Consequently, the job of the Board shall be to:

1. Provide authoritative linkage between the operational organization of Unity Church- Unitarian and its Moral Owners.
2. Write governing policies that, at the broadest levels, address:
 - a. Ends: Organizational products, impacts, benefits, and outcomes (what good for whom at what cost).
 - b. Executive Leadership Limitations: Constraints on executive authority that establish the prudence and ethics boundaries within which lies the acceptable arena of executive activity, decisions, and organizational circumstances.
 - c. Governance Process: Specification of how the Board conceives, carries out, and monitors its own task.
 - d. Board-Executive Leadership Relationship: How power is delegated and its proper use monitored.
3. Assure Executive Leadership performance through monitoring and evaluation in accord with Board policies III.B. 2.a. and 2.b., above.
4. The Board will accept any reasonable interpretation of Board policy by the Executive Leadership. In the event of failure to reach mutual understanding between the Board and Executive Leadership on an interpretation of Board policy, the Board's determination of reasonableness will govern.

Amended May 28, 2003, September 9, 2009, May 13, 2017, November 10, 2018, November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

III. Governance Process

Policy C: Agenda Planning

The Board's agendas, through the course of a year, will include the following work:

1. Reviewing the Ends, through Board conversation, and through other means such as systematic direct conversations with Moral Owners (linkage) among and beyond the congregation;
2. Continually improving Board performance; and
3. Monitoring and reviewing Board policies pursuant to the chart in Board policy IV.C.

Amended March 11, 2017, November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

III. Governance Process

Policy D: Officers' Roles

1. The job of the Chair is to engage in general active management of the business of the corporation consistent with its Bylaws and these Governance Policies, and to preside over meetings of the Board in accordance with Minn. Stat. sec.317A.305, subd. 2 (Duties Required of Officers, President). Additionally, the job of the Chair is to ensure the integrity of the Board's process. The Chair is the only person authorized to speak for the Board.
 - a. The responsibility of the Chair is to ensure that the Board acts consistently with its own rules and those legitimately imposed upon it from outside Unity Church-Unitarian.
 - i. Meeting discussion content will be only those issues that, according to Board policy, clearly belong to the Board, not the Executive Leadership, to decide.
 - ii. Deliberation will be timely, fair, orderly, and thorough, but also efficient, limited to time and to the point.
 - iii. [Roberts' Rules Simplified](#) as incorporated herein and attached to these policies, are observed except where the Board has suspended them.
 - b. The authority of the Chair consists of making any decision on behalf of the Board that falls within, or is consistent with, Board policies on governance process and the Board- Executive Leadership relationship.
 - i. The Chair is empowered to chair Board meetings with all the commonly accepted powers of that position (e.g., ruling and recognizing).
 - ii. The Chair's authority does not extend to supervising, interpreting Board policies to, or otherwise directing the Executive Leadership. Nothing in this policy is intended to interfere with mutual interaction about individual understandings of policies. (See also Board policy IV.A.4.)
 - iii. The Chair is responsible for ensuring that the Executive Leadership has sufficient information to provide the required public announcement of the annual meeting and other duties as assigned by the Unity Church-Unitarian Bylaws.
2. The job of the Secretary is to ensure the integrity of the Board's records. The Secretary is responsible for ensuring the:
 - a. Recording and distribution of accurate minutes of Board meetings.
 - b. Executive Leadership has sufficient information to maintain the master copy of the current policies by recording amendments (including accurately stating the date of

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

III. Governance Process

all amendments to each policy provision at the bottom of each current policy provision) and to distribute current policies to Board members, the Executive Leadership members, and the congregation.

3. The job of the Treasurer is to ensure the integrity of the corporation's finances in accordance with Minn. Stat. sec.317A.305, subd. 3 (Duties Required of Officers, Treasurer) and all Governing Policies of the corporation applicable to a member of the Executive Leadership. Under Art.4, Sec.1 of Unity Church's Bylaws, the Treasurer is expected to be an employee of the church qualified to perform this role, but, in the absence of such a qualified employee may be elected from the members of the Church.

Amended July 27, 2005; September 9, 2009; November 14, 2015; March 11, 2017; November 10, 2018; March 9, 2024; November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

III. Governance Process

Policy E: Board Members' Code of Conduct

1. Board members shall act in an ethical and professional manner, which includes observing duties of loyalty, care, and obedience to Unity Church-Unitarian. A duty of loyalty means not allowing any personal, financial, or other conflicting interest to interfere with their actions or decision-making regarding the Church; and acting in compliance with the Values, Mission, and Ends Statements herein of the Church when acting as Board members. A duty of care requires that Board members ensure prudent use of assets, including people and goodwill; and a duty of obedience means that Board members must ensure that the church follows applicable laws and regulations, its own bylaws, and adheres to its stated corporate mission.³

A potential conflict of interest is one where a conflict of interest may arise, but it has not yet arisen and/or the circumstances are not yet clear enough to know whether a conflict of interest actually will arise.

Where an actual or potential conflict of interest arises because the person may be affected by the action or decision solely as a member of the Unity Church-Unitarian (and not, for example, as an owner or Board member of another entity), disclosure need not be made and the person may discuss, vote, or take other action, regarding the action, but any such action must be made based on the best interest of the Church and not based on the interests of the individual Church member.

- a. Each Trustee, before joining the Board and on an annual basis thereafter, shall complete a Disclosure Statement in Attachment A, disclosing potential or actual conflicts of interest.
- b. Each Trustee shall disclose to the Board any potential or actual conflict of interest the Trustee may have as soon as such conflict becomes apparent to the Trustee, whether because a matter appears on the Board Agenda or through Board discussion or otherwise.
- c. An interested Trustee shall recuse themselves from any discussions, deliberations, or decision-making in which they have a potential or actual conflict of interest, except that, at the Board's invitation, they may be present for a portion of a discussion to answer questions regarding the matter.
- d. If a Board decision is retrospectively found to have involved a voting Trustee who had an undisclosed conflict of interest, the decision shall not be further implemented unless the Board shall make a specific finding that the transaction is fair, reasonable, and in the best interests of the Church.
- e. Should a Trustee be considered for employment by the Church, the Trustee must

³ Duty of loyalty, care, and obedience are legal terms of art. If a Board member has concerns about a situation that might involve any of these obligations, they should raise the concerns with the Board chair.

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

III. Governance Process

temporarily withdraw from Board deliberation, voting, and access to applicable Board information.

- f. Should a Trustee be employed by the Church or act as a paid consultant, the Trustee must resign from Board service.
2. The Board will speak with one voice through its adopted policies and decisions. Individual Trustees shall have no individual authority except as expressly delegated by the Board.
 - a. Trustees' interaction with the Executive Leadership or staff must recognize the lack of authority in any individual Trustee or subgroup (e.g., a committee, task force, or ministry team) of trustees.
 - b. Trustees' interaction with the public, press, or other entities must recognize the same limitation and the similar inability of any trustee except the Chair (see Board policy III.D.1.) to speak for the Board.
 - c. Trustees are encouraged to continually self-monitor their individual performance as Trustees against policies, against the qualifications listed in the current Trustee position description, and against any other current Board evaluation tools.

Amended March 22, 2006, September 9, 2009, November 14, 2015, August 17, 2016, March 11, 2017, May 13, 2017, July 8, 2017, November 10, 2018, November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

Attachment A

DISCLOSURE STATEMENT

I have read and understand the Church's policies on Conflicts of Interest attached. To the best of my knowledge, I do not have a potential or actual conflict of interest, as described in these policies, requiring disclosure under the policies, except as described below or in the attached statement:

I understand that all potential or actual conflicts must be disclosed on this annual form, whether or not they have been disclosed previously.

If any situation should arise in the future that I think may involve a potential or actual conflict of interest, I will promptly disclose such conflict in writing to the current Board Chair.

Signature: _____ Date: _____

Name [PRINT]: _____

Position: (Board Member or Executive) _____

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

III. Governance Process

Policy F: Committee Principles

The Board may establish committees to help carry out its responsibilities. Committees will be used sparingly to preserve the Board functioning as a whole when other methods have been deemed inadequate. Committees will be used to interfere minimally with the wholeness of the Board's job and never to interfere with delegation from Board to the Executive Leadership.

1. Board committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Such authority will be carefully stated in order not to conflict with authority delegated to the Executive Leadership.
2. Board committees are to help the Board do its job, not to help the staff do its job. Committees will assist the Board chiefly by preparing policy alternatives and implications for Board deliberation. Board committees are not to be created by the Board to advise staff.
3. Board committees cannot exercise authority over staff and, in keeping with the Board's focus on the future, Board committees will not ordinarily have direct dealings with current staff operations. Further, the Board will not impede its direct delegation to the Executive Leadership by requiring approval of a Board committee before an Executive Leadership member action. The Executive Leadership works for the Board, never for a Board committee or officer.
4. This policy applies only to committees that are formed by Board action, whether or not the committees include non-Board members. It does not apply to committees formed under the authority of the Executive Leadership members.

Amended May 28, 2003, November 14, 2015, March 11, 2017, November 10, 2018, November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

III. Governance Process

Policy G: Complaint Procedure

1. A Board member receives a complaint.
 - a. If the Board member is confident that the incident is not a violation of current Board policy and/or no new policy is required to cover the incident in the future, the matter is closed. The Board member follows up with the person who brought the complaint (the complainant) within 20 working days and informs the Executive Leadership (EL) about the nature of the incident. If the complainant is not satisfied, the Board member who received the complaint informs the complainant and the Board that the complainant may submit their claim in writing to the Board Chair.
 - b. If the Board member is not confident about how the incident relates to Board policy, the Board member asks the complainant to put the incident/complaint in writing. If a written document is received, the matter is brought to the Board Grievance Team⁴ (GT) within 20 working days after receipt of the written complaint.
2. If the matter comes to the GT, it decides whether full Board action is required.
 - a. If the GT decides full Board action is required and that the matter is urgent, the Board Chair (a member of the GT) calls a special meeting of the Board within 20 working days and the EL is informed.
 - b. If the GT decides full Board action is required but that the matter is not urgent, the Board Chair (a member of the GT) places the item on the next meeting agenda; the Board chair informs the EL about the incident.
 - c. If the GT decides full Board action is not required, the matter is closed.
 - d. The Board member who received the complaint (a member of the GT) follows up with the complainant within 20 working days. The Board Chair informs the EL of the incident.
3. If the matter comes before the full Board, the Board determines if there is applicable policy.
 - a. If there is applicable policy the Board reviews this policy and asks the EL for their interpretation of the policy.

⁴ Grievance Team: Board Chair, Board member who received the complaint, and two Board members appointed by the Chair to serve one-year terms (Jan – Dec). The Board member who received the complaint could be any one of the three Team members; the GT in any given instance will consist of three or four Board members.

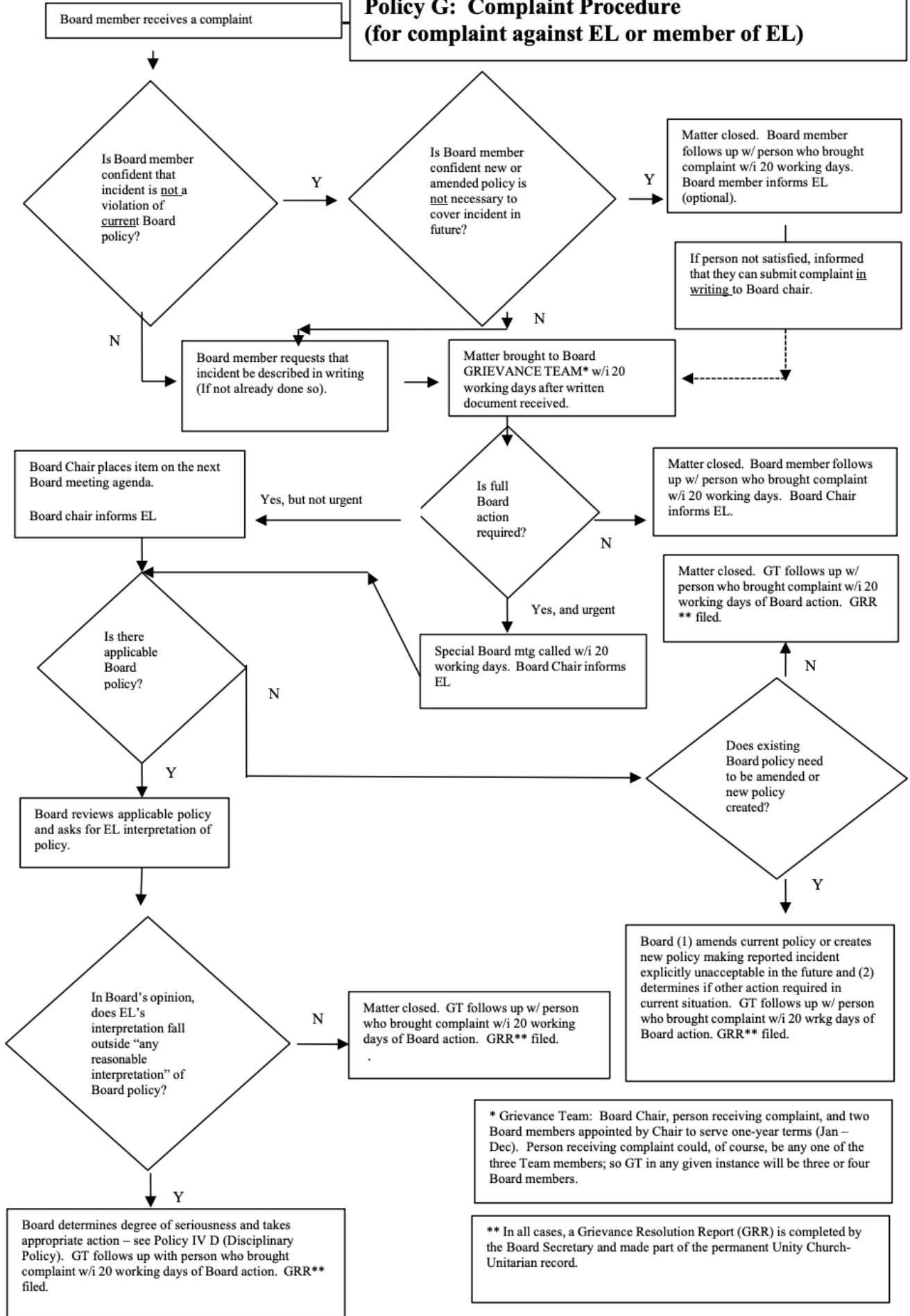
UNITY CHURCH-UNITARIAN GOVERNING POLICIES

III. Governance Process

- i. If, in the Board's opinion, the EL's interpretation does not fall outside "any reasonable interpretation" of applicable Board policy the matter is closed. The Board member who received the complaint follows up the complainant within 20 working days of the Board action. A Grievance Resolution Report is filed.
 - ii. If, in the Board's opinion, the EL's interpretation does fall outside "any reasonable interpretation" of policy, the Board determines the degree of seriousness and takes appropriate action. The Board member who received the complaint follows up with the complainant within 20 working days of the Board action. A Grievance Resolution Report is filed.
- b. If the Board determines that there is no Board policy applicable to address the incident, the Board decides whether to amend existing policy.
- i. If existing policy is amended, the reported incident will be made explicitly unacceptable in the future. The Board must also make a determination of whether other action is required as to the incident. The Board member who received the complaint will follow up with the complainant within 20 working days of the Board action. A Grievance Resolution Report is filed.
 - ii. If the Board decides not to amend existing policy, the matter is closed. The Board member who received the complaint will follow up with the complainant within 20 working days of the Board action. A Grievance Resolution Report is filed.

Amended November 14, 2015, March 11, 2017, May 13, 2017, November 10, 2018, November 1, 2025

III: Governance Process
Policy G: Complaint Procedure
(for complaint against EL or member of EL)



* Grievance Team: Board Chair, person receiving complaint, and two Board members appointed by Chair to serve one-year terms (Jan – Dec). Person receiving complaint could, of course, be any one of the three Team members; so GT in any given instance will be three or four Board members.

** In all cases, a Grievance Resolution Report (GRR) is completed by the Board Secretary and made part of the permanent Unity Church-Unitarian record.

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

III. Governance Process

Policy H: Board-Ministerial Search Team Relationship

The Board shall appoint a Search Team from among the voting members of the Congregation, with substantial input from voting members of the Congregation. The Board shall designate an initial convener for the Search Team, but once convened, the Search Team shall select a chair from among its members.

1. The Board shall establish such processes as may be appropriate to facilitate the Search Team's selection of a ministerial candidate for approval of a called minister. The Board shall issue a Charge to the Ministerial Search Team to advise the MST regarding its obligations to prepare for and conduct the search for a called minister.
2. Except for overseeing negotiations regarding compensation, and other terms and conditions of employment as discussed below, the Board shall not interfere with the Search Team's selection of initial candidates to interview, which pre-candidates to invite for visits and further interviews, or a final candidate to invite for candidating week. The Board shall approve the compensation offered to a candidate, along with other terms and conditions of employment. A Board member shall sit on the contract negotiating team.
3. The Board may determine, after consulting with all members of the MST, the Interim Minister, and UUA Transitions staff, that a ministerial search process should be paused or halted.

May 13, 2023

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

IV: Board-Executive Leadership Relationship

The Board will exercise governing control over the operations of Unity Church-Unitarian exclusively through delegation to the Executive Leadership. The Board will monitor the Executive Leadership's performance and hold it accountable for progress on the Ends and compliance with the Limitations.

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

IV: Board-Executive Leadership Relationship

Policy A: Delegation to the Executive Leadership

The Board the implementation of its governing policies and subsidiary policy development to the Executive Leadership. Ends Statements direct the Executive Leadership to achieve certain results. Executive Leadership Limitations policies constrain the Executive Leadership to act within acceptable boundaries of prudence and ethics. The Executive Leadership members report to the Board as whole, speaking with one voice to the Board. They are responsible for their individual areas of responsibility, as well as for collaboration towards overall achievement of the Values, Mission, and Ends Statements of Unity Church-Unitarian.

1. The Executive Leadership is authorized to establish all further policies, make all decisions, take all actions, and develop all activities that are true to the Board's policies. The Board may, by exercising or extending its policies, "undelegate" areas of the Executive Leadership's authority.
2. No individual trustee, officer, or Board committee has authority over the Executive Leadership. Further, the Board does not have authority over the staff except as may be delegated by the Executive Leadership.
3. Should the Executive Leadership deem it necessary to violate Board policy, the Executive Leadership shall inform the Board Chair. Informing is simply to guarantee no violation is intentionally kept from the Board, not to request approval. Trustee response, either approving or disapproving, does not exempt the Executive Leadership from subsequent Board judgment of the action.
4. The Executive Leadership authority does not extend to supervising, interpreting Board policies to, or otherwise directing the Chair, individual trustees, or Board subgroups regarding Board policy. Nothing in this policy is intended to interfere with mutual interaction about individual understanding of policies. (See also Board policy III.D.1.b.ii.)

Amended May 1998, May 28, 2003, September 9, 2009, May 13, 2017, November 10, 2018, November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

IV: Board-Executive Leadership Relationship

Policy B: Executive Leadership Job Contribution

As the Board's link to the operation of Unity Church-Unitarian, the Executive Leadership and its individual members are accountable for all organizational performance. Executive Leadership/member performance is synonymous with the performance of Unity Church- Unitarian.

Consequently, the Executive Leadership's job contributions can be stated as performance in three areas:

1. Accomplishment of organizational Ends as stated in Board policies.
2. Organizational operation within the boundaries of prudence and ethics established in Board policies on Executive Leadership Limitations.
3. Appropriate use and delegation of power.

Amended May 28, 2003, March 11, 2017, May 13, 2017, November 10, 2018

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

IV: Board-Executive Leadership Relationship

Policy C: Monitoring Executive Leadership Performance

Monitoring Executive Leadership performance is synonymous with monitoring organizational performance against Board policies on Ends and on Executive Leadership Limitations.

Monitoring will be as automatic as possible and consume a minimum of Board time so that meetings can be used to create the future rather than review the past.

1. The purpose of monitoring is to determine compliance with Board policies. Information that does not do this is not monitoring.
2. A given policy may be monitored in one or more of three ways:
 - a. Internal Report: Disclosure of compliance information to the Board from the Executive Leadership or its individual members.
 - b. External Report: Discovery of compliance information by a disinterested external party (for example, auditor, inspector, consultant, or counsel) who is selected by and reports directly to the Board. Such reports must assess Executive Leadership performance only against policies of the Board, not the external party, unless the Board has previously indicated an external party's opinion or a generally accepted professional standard is appropriate.
 - c. Direct Board Inspection: Discovery of compliance information by a trustee, a Board committee, or the Board as a whole. This is a Board inspection of documents, activities, or circumstances directed by the Board. Direct Board Inspection will apply a "reasonable" or "prudent" person test of policy compliance.
3. Upon the choice of the Board, any policy may be monitored by any method at any time. However, each Ends and Executive Leadership Limitations policy of the Board will be classified by the Board according to frequency and method of regular monitoring (see the chart that follows). These reports must be included in the Board book for regularly scheduled Board meetings so that trustees may thoroughly review them prior to the meeting.

Amended May 28, 2003, November 13, 2010, March 11, 2017, November 10, 2018, November 1, 2025

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

IV: Board-Executive Leadership Relationship

Chart: Frequency and Method of Regular Monitoring

Policy	Method	Frequency
I.B: Ends Statements (Program Outcomes)	Internal Report (Ends Interpretation)	Annually
	Internal Report (Membership)	Quarterly
	Direct Inspection (Congregational Survey)	Annually
II.A: General Executive Leadership Conduct	Internal Report	Semi-Annually
	External Report (Audit or Review)	Annually (Spring); Board Executive Session
II.B: Staff/Volunteer Treatment	Internal Report (Staff Changes) Direct Inspection	Monthly
	Direct Inspection	Annually (Including Grievance Procedures)
II.C: Compensation and Benefits	Internal Report	Annually (Fall)
II.D: Financial Planning	Internal Report (Planning)	Quarterly
	Direct Inspection	Annually (Fall)
II.E: Financial Condition	Internal Report	Monthly
	External Report (Audit or Review)	Annually; Board Executive Session
II.F: Asset Protection	Internal Report	Every 3 Years (or more frequently as determined by the Board)
	External report (Audit or Review)	Annually (Spring); Board Executive Session
II.G: Conflict of Interest	Internal	Semi-Annual

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

IV: Board-Executive Leadership Relationship

II.H: Communication and Counsel to the Board	Internal (Relevant Internal/External Changes)	Monthly
	Internal (Summary)	Annually
II.I: Facilities Planning	Internal	Semi-Annual
II.J: Anti-Racism and Racial Healing	Internal	Annually
II.K: Member, Friend, Visitor Treatment	Internal/Direct Inspection	Annually
IV.B: Executive Leadership Job Contribution	Direct Inspection	As Necessary According to the Board
IV.E: Review of Called Ministers' Salaries	Internal	Annually
IV.E: Review of Non-Called Executive Leadership Members' Salaries	Internal	Annually
IV.E: Board Review of Letters of Agreement with Executive Leadership Members	Internal	Every 3 Years

Any other policy shall be monitored by internal report each calendar quarter.

Amended May 1998, May 28, 2003, July 2004, November 13, 2010, November 8, 2014, November 1, 2025.

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

IV: Board-Executive Leadership Relationship

Policy D: Disciplinary Policy

The Board will pursue the following process if it determines a policy violation has occurred. If the Board determines that the violation is egregious, an alternative process will be designed commensurate with the severity of the violation. At any point in either process, outside counsel may be engaged.

1. Step 1: The Executive Leadership will be informed of the policy violation. The Executive Leadership or team member will submit to the Board a written plan to remediate the violated policy and present the plan for approval at the next Board meeting.
2. Step 2. If, after a specified period of time, the policy violation has not been corrected, written documentation of non-compliance will be placed on file.
3. Step 3. If the policy violation continues, the Board may consider suspension and determine how to notify the congregation, the means of doing so, and the content of the communication.
4. Step 4. If the situation remains unresolved, a termination process will be initiated.
 - a. Called Minister: If the individual is a called minister, the Board will
 - i. Recommend to the congregation that the called minister be terminated for continued policy violation.
 - ii. Call a meeting of the congregation in compliance with Unity Church-Unitarian Bylaws V.1. regarding removal of the minister.
 - b. Non-Called Executive Leadership member: If the individual is a non-called Executive Leadership member, the Board will
 - i. Approve the termination of the non-called Executive Leadership member for continued policy violation.
 - ii. Inform the congregation of the removal of the non-called Executive Leadership member.

Amended May 1998, March 1999, May 28, 2003, November 13, 2010, August 17, 2016, March 11, 2017, November 10, 2018

UNITY CHURCH-UNITARIAN GOVERNING POLICIES

IV: Board-Executive Leadership Relationship

Policy E: Executive Leadership Compensation

Unity Church-Unitarian is committed to offering fair and competitive compensation to its Executive Leadership, based on applicable regional and national salary and benefit information.

1. Executive Leadership member total compensation consists of salary, benefits, and for ordained ministers, housing allowance, as outlined in the Letters of Agreement.
2. The Board will annually review each Executive Leadership member's total compensation and consider cost of living adjustments and merit increases relative to current financial conditions.
3. The Board will maintain records of Executive Leadership compensation adjustments.

Amended December 2000, May 28, 2003, November 13, 2010, November 8, 2014, November 14, 2015, November 10, 2018