

## MEETING AGENDA - FUUCA Board of Trustees

### Meeting

<b>Meeting Date</b>	Tuesday, May 19, 2020
<b>Start Time</b>	6:30 PM
<b>End Time</b>	8:30 PM (CST)
<b>Location</b>	FUUCA
<b>Purpose</b>	Regular scheduled meeting

### RSVP

<b>Accepted:</b>	Leo Collas, Chris Jimmerson, Nesan Lawrence, Tomas Medina
<b>No response:</b>	Meg Barnhouse, Leena Batra, Erin Gaines, Matthew Kressin, Sadie Lambert, Sarah Matt, Gay Phillips, Elias Ponvert, Shannon Posern, Kelly Raley

### Meeting documents

- Program Development Report April 2020.pdf Pages 27-28
- Minutes-2020-04-21-v1.pdf 3-6
- 3.0 Governance Process Report May 2020.pdf 7-20
- 4.0 Board-Executive Relationship - May 2020.pdf 21-26
- H.R.763 text.pdf attached separately
- UU Endorsers of EICDA.pdf 31
- Board Resolution Request EICDA 4.29.20.pdf 29-30

### Agenda

## 1. Coming Back into Covenant

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1.1. Chalice Lighting and Opening Words Sadie Lambert / 2 min.

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1.2. Reading of Board Covenant Tomas Medina / 2 min.

With the Values, Mission and Ends of First UU Austin foremost in mind, we the leadership do covenant to:

- Treat our time together and board commitments as spiritual practice
  - Work collaboratively to clarify, assess and further our mission.
  - Respect our time together by being focused, prepared and timely.
  - Keep confidentiality when it is requested.
  - Listen actively, address concerns directly with each other in a timely manner, and encourage others to do the same.
  - Presume good faith in all our interactions acknowledging the importance of both intention and impact.
  - Conduct ourselves openly, show compassion, respect boundaries, and enjoy each other's good humor in times of agreement and disagreement.
  - Publicly support one another's decisions and leadership by speaking with one voice at the end of our deliberations.
  - Agree to be called back into covenant.
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1.3. Confirm Timekeeper and Process Evaluator Tomas Medina / 2 min.

Timekeeper: Chris

Process Evaluator: Erin

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1.4. Approve Agenda and Consent Agenda Tomas Medina / 2 min.

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## 2. Connecting with our Moral Ownership

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2.1. Climate change resolution Tomas Medina / 15 min.

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2.2. Recognition of Church Volunteers and Staff Gay Phillips / 2 min.

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2.3. Moment with Meg Meg Barnhouse / 10 min.

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## 3. Monitoring our Progress

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3.1. Policy Committee / 5 min.

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3.2. Monitoring Committee / 5 min.

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3.3. Linkage Committee / 5 min.

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## 4. Learning & Creating the Future

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4.1. Board evaluation Tomas Medina / 15 min.

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4.2. Mistakes and Miracles Tomas Medina / 20 min.

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## 5. Adjourn

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5.1. Action Items / 5 min.

Let's review the action items from this meeting and assign roles for:

- Readings
  - Timekeeper
  - Process Evaluator
  - Snacks
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5.2. Process Evaluation Erin Gaines / 2 min.

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5.3. Extinguishing the Chalice and Closing Words Sadie Lambert / 2 min.

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## MEETING MINUTES - FUUCA Board of Trustees

### Meeting

<b>Date</b>	Tuesday, April 21, 2020
<b>Started</b>	6:30 PM
<b>Ended</b>	8:30 PM (EST)
<b>Location</b>	FUUCA
<b>Purpose</b>	Regular scheduled meeting
<b>Chaired by</b>	Tomas Medina
<b>Recorder</b>	Kelly Raley

### Attendance

<b>Present:</b>	Meg Barnhouse, Leo Collas, Erin Gaines, Chris Jimmerson, Sadie Lambert, Tomas Medina, Gay Phillips, Elias Ponvert, Shannon Posern, Kelly Raley
<b>Regrets:</b>	Nesan Lawrence, Sarah Matt
<b>Absent:</b>	Leena Batra, Matthew Kressin

### Meeting documents

- 2.2 Treatment of Staff rev 04-14-2020.pdf
- Minutes-2020-03-17-v1.pdf
- Financial Reports 02-2020.pdf
- Program Development Report March 2020.pdf
- End 1.4.1 Monitoring Report.pdf

### Minutes

## 1. Coming Back into Covenant

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### 1.1. Chalice Lighting and Opening Words

Elias started us out with a poem from poets.org

"Instructions on not giving up"

**Status:** Completed

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### 1.2. Reading of Board Covenant

With the Values, Mission and Ends of First UU Austin foremost in mind, we the leadership do covenant to:

- Treat our time together and board commitments as spiritual practice
- Work collaboratively to clarify, assess and further our mission.
- Respect our time together by being focused, prepared and timely.
- Keep confidentiality when it is requested.
- Listen actively, address concerns directly with each other in a timely manner, and encourage others to do the same.
- Presume good faith in all our interactions acknowledging the importance of both intention and impact.

- Conduct ourselves openly, show compassion, respect boundaries, and enjoy each other's good humor in times of agreement and disagreement.
- Publicly support one another's decisions and leadership by speaking with one voice at the end of our deliberations.
- Agree to be called back into covenant.

Tomas read aloud the board covenant

**Status:** Completed

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### 1.3. Confirm Timekeeper and Process Evaluator

Timekeeper: Nesan

Process Evaluator: Leo

Process evaluator: Leo

Time Keeper: Elias

**Status:** Completed

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### 1.4. Approve Agenda and Consent Agenda

The board approved the agenda and consent agenda.

**Status:** Completed

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## 2. Connecting with our Moral Ownership

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### 2.1. Visitor's Forum

We had no visitors.

**Status:** Completed

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### 2.2. Recognition of Church Volunteers and Staff

The board discussed volunteers and staff who have helped to keep things going during this difficult time. The board also wants to express its appreciation for members and friends who are on the front lines.

**Status:** Completed

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### 2.3. Moment with Meg

No one is going into the church except Caden. The church is paying everyone as we would and finding things for people to do. For example, Kelly and Bear doing a video for making your own chalice at home.

Good lighting was installed in the church.

**Status:** Completed

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### 2.4. Finances in the time of 'rona

So far people appear to be paying their pledges. We aren't obviously in crisis yet.

We received a payroll protection loan for 8 weeks of salary from the bank. We hope that the promise to turn it into a grant comes through, but we are OK if not.

**Status:** Completed

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### 3. Monitoring our Progress

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#### 3.1. Policy Committee

The committee discussed the presentation of the bylaw changes in the meeting packet materials.

**Status:** Completed

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#### 3.2. Monitoring Committee

A brief point: we need to identify someone to present the report at the congregational meeting.

**Status:** Completed

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#### 3.3. Linkage Committee

Social distancing has put the activities on hold. Zoom just doesn't seem like the right forum for working through the eight principle.

**Status:** Completed

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### 4. Learning & Creating the Future

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#### 4.1. Mistakes and Miracles

Chapter 6

**Status:** Deferred until 5/19/2020

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### 5. Adjourn

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#### 5.1. Action Items

Let's review the action items from this meeting and assign roles for:

- Readings
- Timekeeper
- Process Evaluator
- Snacks

Board members should Read Chapter 6. Tomas will send us a reminder.

Time keeper: Chris

Readings: Sadie

Process evaluator: Erin

**Status:** Completed

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#### 5.2. Process Evaluation

Leo felt that the board was prepared, with the exception of Mistakes and Miracles.

All else reported as no worse than satisfactory.



**Status:** Completed

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### 5.3. Extinguishing the Chalice and Closing Words

Elias shared a poem on Social Distancing

**Status:** Completed

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**Governance Process Monitoring Report, Policy Manual Section 3**  
**May 19, 2020**

**3. Governance Process**

The Board of Trustees of the First Unitarian Universalist Church of Austin governs on behalf of the church to realize its mission and uphold its values.

**3.1. Governing Style**

The Board will govern lawfully and ethically, with emphasis on:

- Outward vision rather than internal preoccupation,
- Encouragement of diversity in viewpoints,
- Spiritual and strategic leadership more than administrative detail,
- Clear distinction between the role of the Board and the role of the Senior Minister,
- Collective rather than individual decisions,
- The future, rather than the past or present,
- Being proactive rather than reactive.

3.1.1 The Board shall cultivate a sense of group responsibility for excellence in governing. The Board will use the expertise of individual members to enhance the ability of the Board as a body. The Board will allow no officer, individual, or committee of the Board to hinder or be an excuse for not fulfilling Board commitments.

3.1.2 The Board will carefully establish broad written policies reflecting the congregation's values and the desired ends to be achieved and means to be avoided. The Board's major policy focus will be on the desired end effects, not on the administrative or programmatic means of attaining those ends. The Board will be the initiator of policy, not merely a reactor to Executive initiatives.

3.1.3 The Board will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as training, attendance, preparation, policy-making principles, respect of roles, and ensuring continuance of governance capability. In accordance with this discipline, the Board will address a topic or issue only after it has answered these questions:

- a. Whose issue is this, Executive or Board? Is the issue about Ends or Means? If it is about Means, does the issue affect Ends in a significant way? If so, then the Board will determine the broadest way to address the issue so that it is still under existing Board policy.
- b. Has the Board dealt with this subject in a policy? If so, what has the Board already said on this subject? How is this specific issue related?

If the Board has already addressed the matter, does the Board wish to change what it has already said?

Interpretation:

The board will work for the congregation to lead the church in a proactive, ethical manner.

The board will lead the church as reflected in the First UU Austin Governing Policies document. This document will be a living document, and thus be updated as deemed necessary by the board.

The board will govern as a group – not as individuals.

The board will self-enforce the leadership by focusing on the values, mission, and ends (not the means to meet the ends).

Measures:

Self reporting - Review of Board Meeting Agendas as a checklist to verify that they focus on the board role (values, mission, and ends) and the role of the executive.

Self-reporting - Of non-compliance of the role of the board.

- Review of the meeting evaluation that is completed during each board meeting

Self-reporting - Review of the First UU Austin Governing Policies document to ensure that it reflects the role of the board and the values of the church.

Rationale for the Measures:

The First UU Austin Governing Policies document represents the formal definition of the values, mission, and ends of the church.

The Board Meeting Agendas and the meeting evaluations demonstrate that the board is focusing on its role within the life of the church.

Evidence of Compliance – The Data

The Board reports compliance.

- Board Meeting Agendas continue to have a focus on the Board role focusing on values, mission, and ends distinct from the role of the executive.
- Board reviewed First UU Austin Governing Policies document in preparing this policy interpretation.

### **3.2. Board Job Description**

Specific job outputs of the Board, as an informed agent of the ownership, are those that ensure appropriate organizational performance. Accordingly, the Board will:

- Provide authoritative linkage between the church and the operational organization,
- Engage in long-term visioning through conversation with the congregation,
- Monitor the performance of the Senior Minister,
- Monitor the performance of the Board



- Provide assurance of successful organizational performance on Ends and Executive Limitations,
- Serve as legal representative of the Church.

3.2.1 The Board will produce written governing policies that address at the broadest levels each category of organizational decision. These policies shall include:

- a) Ends: The difference we make in the world.
- b) Executive Limitations: Constraints on executive authority that establish the prudence and ethics boundaries within which executive activity and decisions must take place.
- c) Governance Process: Specification of how the Board conceives, carries out, and monitors its own task.
- d) Board-Executive Linkage: How authority is delegated and its proper use monitored.

3.2.2 The Board will assure Executive performance in accordance with Board policies.

Interpretation:

The Board's job includes stakeholder linkage, policy review and development, and monitoring the performance of both the executive and the board in meeting its goals.

The board is a legal representative of the church.

The First UU Austin Governing Policies document defines these roles at a high level.

Measures:

Self-reporting - Verify that linkage activities have been held to gather the needs and ideas of the congregation, as needed.

Self-reporting - Verify that the board executes the monitoring as defined in the First UU Austin Governing Policies document

Self-reporting – Ongoing review and possible update of the First UU Austin Governing Policies document to ensure that the document defines the current vision, ends, executive limitations, and governance policies.

Self-reporting - Verify that the board serves as the legal representative of the church, as necessary

Rationale for the Measures:

The First UU Austin Governing Policies document represents the formal definition of the values, mission, and ends of the church. This document also describes the monitoring to be performed by the board.

The executive performance is based on the executive's ability to meet the policies (given the limitations defined in the First UU Austin Governing Policies document).

Evidence of Compliance – The Data

The Board reports compliance.

- The Board conducted a survey to measure our congregation's assessment of how well First UU is living its mission.
- The Board performed linkage to gain insight into our community's view on the proposed adoption of the 8<sup>th</sup> Principle by the UUA and/or by First UU Austin.
- The Board continues monitoring as defined in the First UU Austin Governing Policies document and as documented in meeting agendas and minutes.
- The Board continues ongoing review and consideration of possible updates of the First UU Austin Governing Policies document to ensure that the document defines the current vision, ends, executive limitations, and governance policies. This year, the Board proposed an amendment to the bylaws to define "formal adoption" of a position on a public issue as required by the bylaws in order for the senior minister to speak on a public issue on behalf of the church.
- The Board continues to serve as the legal representative of the church, as necessary.

### **3.3. Agenda Planning**

To accomplish its job products with a governance style consistent with Board policies, the Board will follow an annual agenda that

- Systematically monitors and reviews Board policies,
- Completes a re-exploration of Ends,
- Continually improves Board performance through Board education, and
- Provides education and communication to enhance the congregation's understanding of policy-based governance.

3.3.1 In addition, the Board will ensure that the church engages in a cycle of Ends renewal at least every seven years.

Interpretation:

The board will define and follow an agenda to annually monitor the policies.  
The board will review the church's Ends for necessary updates at least every 7 years.  
The board policies and processes will be updated as needed.  
The board will provide policy-based governance education to the congregation as needed.

Measures:

Self-reporting - Verify that education/training is provided on an as needed basis to new board members and to current board members.

Self-reporting - Verify that board policies and processes are updated when appropriate.

Self-reporting - Verify that the Ends are reviewed at least every 7 years.

Self-reporting - Verify that the congregation is provided with policy-based governance education, as needed.

Rationale for the Measures:

Policies and processes updates show that the board is changing as needed in order to provide continued excellence in governance.

Education or training is a means of providing an understanding of policy-based governance to both board members and the congregation.

Evidence of Compliance – The Data

The Board reports compliance.

- A three day Board member training and retreat was held in June 2019 using a Unity Consulting consultant.
- An update to the bylaws to define the formal adoption of a position on public issue as required by the policies in order for the senior minister to speak on behalf of the church on the issue was proposed to the congregation.
- The church newsletter after the board retreat/training in June 2019 included an article providing an overview of policy-based governance based on materials presented at the retreat/training.

The President ensures the integrity of the Board’s process and represents the Board to congregants and occasionally to outside parties. Accordingly,

- 3.4.1 It is the responsibility of the President to ensure the Board behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.
  - a. Meeting discussion content will be only those issues, which, according to Board policy, clearly belong to the Board to decide or to monitor.
  - b. Information that is for neither monitoring performance nor Board decisions will be avoided or minimized and always noted as such.
  - c. Deliberations will be fair, open, and thorough but also timely, orderly, and kept to the point.

3.4.2 The authority of the President consists in making decisions that fall within the policies in Board Governance and Board-Executive Linkage, except where the Board specifically delegates portions of this authority to others. The President is authorized to use any reasonable interpretation of the provisions in these policies.

- a. The President shall preside at all business meetings of the congregation.
- b. The President is empowered to chair Board meetings, with all the commonly accepted authority of that position.
- c. The President, as an individual, has no authority to make decisions about policies created by the Board within Ends and Executive Limitations policy areas. Therefore, the President, as an individual, has no authority to supervise or direct the Executive.
- d. The President may represent the Board to outside parties in announcing Board-stated positions and in stating the President’s own decisions and interpretations within his or her authority.
- e. The President may delegate this authority to another Board member, but remains accountable for its use.

Interpretation:

Section 3.4.1 and 3.4.2 plainly state the duties and limitations of the Board President. Board Meetings will be held in accordance with Robert’s Rules and follow Policy Governance guidelines.

Measures:

Self-Reporting-Board evaluates its meeting process at every board meeting.

Rationale for the Measures:

The Board is responsible for its own excellence. These measures are necessary to ensure excellence and good governance.

Evidence of Compliance – The Data

The Board reports compliance.

- Board meeting agendas and minutes document continued use of meeting evaluation process to monitor that meetings are in compliance with these policies.

### **3.5 Board Code of Conduct / Board Covenant**

The Board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as Board members. Accordingly, Board members shall:

- 3.5.1 Adhere to the Board Covenant (Appendix B)
- 3.5.2 Disclose their involvement with other organizations, with vendors, or with any other associations that might produce a conflict of interest.
- 3.5.3 Be loyal to the interests of the congregation. When acting in the role of Board member, this loyalty should supersede all other loyalties in order to avoid conflicts of interest.
- 3.5.4 Not attempt to exercise individual authority over the organization, except as explicitly set forth in the Board policies. The Board will speak with one voice through its adopted policies and motions.
- 3.5.5 Respect the confidentiality appropriate to issues of a sensitive nature.

#### Interpretation:

The Board Covenant is the primary vehicle for ensuring commitment of all board members to good governance as exemplified by ethical, businesslike and lawful conduct, avoidance of conflicts of interest, and loyalty to the interests of the congregation over individual interests, speaking with one voice and respecting confidentiality. A review of the Board Covenant should occur annually to ensure that it is understood by board members and continues to reflect the Code of Conduct established in this policy

#### Measures:

Direct observation of the meeting agendas and minutes to ensure that the Board Covenant is recited by board members at every meeting

Self-reporting of behaviors or actions that are out of covenant

Self-reporting of potential conflicts of interest, failure to speak with one voice and violation of confidentiality –

A yearly review of the Board Covenant'

#### Rationale for the Measures:

The Board is responsible for its own excellence. These measures are necessary to ensure excellence and good governance.

#### Evidence of Compliance – The Data

The Board reports compliance.

- Board meeting agendas and minutes document that the Board Covenant were recited by board members at every meeting which was held in person. For the meetings which were held via Zoom because of the covid-19 situation, the Board President recited the Covenant on behalf of all members.
- The Board affirmed and updated its current covenant at the June 2019 Board

meeting.

### 3.6. Board 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, and will not interfere with delegation from Board to the Senior Minister nor speak on behalf of the Board without prior Board authorization.

#### Interpretation:

Committees are occasionally necessary to carry out board responsibilities that cannot efficiently and effectively be handled during regular board meetings. The Internal Audit Committee is an example of a board committee established to assist with board monitoring of Executive Limitations.

#### Measures:

Direct observation

#### Rationale for the Measures:

The Board is responsible for its own excellence. These measures are necessary to ensure excellence and good governance.

#### Evidence of Compliance – The Data

The Board reports compliance.

The Board has used committees sparingly to preserve the Board functioning as a whole. Committees have not interfered with delegation from Board to the Senior Minister nor spoken on behalf of the Board.

This year there were three Board committees: Policy, Monitoring and Linkage. Each committee had one main task which was delegated to it by the Board.

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### 3.7 Cost of Governance

Because poor governance costs more than learning to govern well, the Board will invest in its governance capacity. Accordingly,

- 3.7.1 Training will be used to orient new and prospective leaders, as well as to maintain and increase existing Board member skills and understandings.

3.7.2 Outside assistance will be arranged so that the Board can exercise confident control over organizational performance.

Interpretation:

To fulfill the requirements of the above policy, the following expense items will be required within the annual budget for governance costs.

- An on-site consultation/training session on policy based governance for trustees and/or potential trustees/other leadership with consulting and facilitation provided by persons with the appropriate professional expertise.
- Periodic one hour phone consultations on good governance with consultant and/or observation of a board meeting and written report by consultant
- An annual board strategic planning and PBG retreat organized and facilitated by an outside consultant
- Miscellaneous costs for training materials. These may include webinars, books, subscriptions, food for meetings, travel

The Board will provide details about the training needs to the Executive who will incorporate the costs of governance into the annual church budget.

Measures:

Direct observation of annual budget

Direct observation of consultation/training contract

Rationale for the Measures:

The Board is responsible for its own excellence. These measures are necessary to ensure excellence and good governance.

Evidence of Compliance – The Data

The Board reports compliance.

- A board retreat/training event was held over 3 days in June 2019 for all board members, led by a member of Unity Consulting. In addition to training on policy based governance a strategic plan was laid out for the Board's year during that retreat/training event. Food was provided for all attendees at the event.
- The Board President and the Senior Minister had email exchanges with a member of Unity Consulting on best practice for doing linkage regarding potential adoption of the 8<sup>th</sup> principle and the bylaw requiring formal adoption by church of a position on a public issue before Senior Minister could speak on behalf of the church on the issue.
- During the year, the board discussed the book, *Mistakes and Miracles, Congregations on the Road to Multiculturalism*. The book was provided to each board members by the church.





### 3.8. Complaint Processing Procedure

In a religious community conflict and disagreement are to be expected. Procedures spelled out below are guided by the following principles: We should listen carefully to those with whom we are in conflict, assume best motivations, and discuss differences frankly and honestly in a spirit of love, forgiveness and compassion. Furthermore, policy violations can occur for innocent reasons and can be quickly and easily rectified. Others, however, may be part of a pattern and in need of being addressed systematically. It is the intent of the Board to be accessible and responsible to the congregation and other stakeholders, but it is not a function of the Board to resolve complaints or grievances that are not directly related to the Board's policy making and policy monitoring functions.

The Board requires that complaints be submitted in written form. At the next Board meeting, the Board assesses whether there has been a policy violation, and/or whether a policy update is needed. Written complaints on the Board's agenda will be distributed to Board members and senior minister prior to the meeting. The Board may ask the Senior Minister for her interpretation of the policy. The Board assesses whether interpretation / action is beyond "any reasonable interpretation of the policy". The Board makes a determination of one of the following:

A) No violation, no update needed: Board explains to complainant its determination and rationale.

B) No violation (including reasonable interpretation), but policy update needed: Board updates policies, and initiates Complaint Resolution Procedure, taking into account the fact that no existing policy was breached. Board explains to complainant its determination and rationale.

C) Policy violation: Board initiates Complaint Resolution Procedure. Board explains to complainant its determination and rationale.

In all cases the determination of a complaint (A, B or C) is recorded in a Board motion that identifies the policy at issue. Unless confidentiality is requested, and the Board decides to summarize the complaint, the complete written complaint will be attached to the Board meeting minutes.

Complainants may be invited to a formal or informal reconciliation process.

**Interpretation:**

The board is responsible for gathering all written complaints. After a written complaint has been received, the board will review and assess the validity of the complaint as to whether there is a policy violation. The board reviews the assessment with the complainant.

All written complaints are recorded in a Board motion.

Measures:

Self-reporting - Review that written complaints are assessed in the next Board Meeting after they are received.

Self-reporting - Verify that the board assesses the complaint as to whether or not it policy is violated.

Self-reporting - Verify that the board reviews its assessment with the complainant.

Rationale for the Measures:

It follows the steps that are written in the procedure.

Evidence of Compliance – The Data

No event for compliance reporting.

No formal complaint has been received requiring use of a complaint resolution procedure.

### **3.9. Complaint Resolution Procedure**

The Board initiates this process when, according to the Complaint Processing Procedure, there has been a violation of policy, or a complaint has resulted in policy updates designed to proscribe the situation described in the complaint.

The Board judges the degree and seriousness of the complaint, taking into account the following factors:

- The nature of the complaint
- Whether this was a violation of existing policy
- Whether there is a history or pattern of policy violation
- The Senior Minister's past efforts to address policy violations

While allowing for exceptional circumstances, the following series of escalating actions will be normally be undertaken:

1. Asking the Senior Minister to present to the Board at the next Board meeting a plan to adhere to the policy in question and address the issues raised in the complaint. The plan will be attached to the Board meeting minutes.
2. Issuing a documented warning.
3. Engaging in mediation, with an external mediator acceptable to both the Board and Senior Minister.
4. Presenting to the congregation the public record of policy violations, and the efforts to address them.
5. Requesting the Senior Minister's resignation.

6. Calling a congregational meeting in compliance with the bylaws regarding removal of the Senior Minister.

Interpretation:

The board determines the best course of action to be followed when a complaint violates policy.

Measures:

Self-reporting - Verify that a complaint that violates policy is dealt in the most effective manner as determined by the board.

Self-reporting – Verify that the board documents the course of action in which these complaints are handled.

Rationale for the Measures:

If the board documents the course of action, then it can monitor whether the complaint had been fully addressed.

Evidence of Compliance – The Data

No event for compliance reporting.

No formal complaint has been received requiring use of a complaint resolution procedure.

## 4. Board-Executive Relationship

The Board's official connection to church operations, achievements, and conduct is solely through delegated authority to the Senior Minister.

### 4.1 Unity of Control

Only decisions of the Board acting as a body are binding on the Senior Minister. Accordingly,

4.1.1. Decisions or instructions of individual Board members, officers, or committees are not binding on the Senior Minister except in rare instances when the Board has specifically authorized such exercise of authority.

4.1.2 In the case of Board members or committees requesting information or assistance without Board authorization, the Senior Minister can refuse such requests that require, in the Senior Minister's opinion, a material amount of staff time or funds, or are disruptive.

#### Interpretation:

Unless authorized by the board, individual board members do not have the authority to make decisions or provide instructions to the minister.

Unless authorized by the board, board members or committees do not have the authority to request information or assistance from the minister. As appropriate, the minister can refuse such requests.

#### Measures:

Self reporting - Review of Board Meeting minutes will determine whether or not the board has given authority to an individual board member or a committee to perform such activities.

Self-reporting by the board (i.e., we will report either compliance or non-compliance).

Within the board meeting, the minister should describe if any such activities that have happened.

#### Rationale for the Measures:

The board can report compliance or not within the board meeting.

The minutes of the board meeting will document any board decisions.  
The board meeting is place where conflicts between the role of the board and the role of the minister should be expressed.

Monitoring Report (May 2020):

- FUUCA Board of Trustees reports compliance with 4.1 Unity of Control policy.
  - For the period 6/1/2019– 5/19/2020, the board has received no reports of individual board members or board committees making decisions or providing instructions to the Senior Minister without authorization of the board acting as a body.

## **4.2 Accountability of the Senior Minister**

The Senior Minister is the Board’s only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the Senior Minister.

4.2.1. The Board shall refrain from giving instructions to persons who report directly or indirectly to the Senior Minister.

4.2.2. The Board shall refrain from evaluating, either formally or informally, any staff other than the Senior Minister.

4.2.3 The Board shall view the Senior Minister’s performance as identical to organizational performance, so that accomplishment of the Ends and avoidance of policy-proscribed means will be viewed as successful Senior Minister performance.

Interpretation:

The minister has sole authority and accountability of the staff. The board cannot direct or evaluate the work of the staff.

The board evaluates performance of the minister based on the performance of the church in meeting the Ends and Policies.

Measures:

Self-reporting by the board (i.e., we will report either compliance or non-compliance).

Within the board meeting, the minister should describe if any such activities that have happened.

Rationale for the Measures:

The board can report compliance or not within the board meeting.

The board meeting is place where conflicts between the role of the board and the role of the minister should be expressed.

Monitoring Report (May 2020):

- FUUCA Board of Trustees reports compliance with 4.2 Accountability of the Senior Minister policy.
  - For the period 6/1/2019 – 5/19/2020 the Board has received no reports of the board giving instructions to persons who report directly or indirectly to the Senior Minister.
  - For the period 6/1/2019 – 5/19/2020 the Board has refrained from evaluating, either formally or informally, any staff other than the Senior Minister.
  - For the period 6/1/2019 – 5/19/2020 the Board has considered the Senior Minister’s performance as identical to organizational performance. The accomplishment of Ends and avoidance of policy-proscribed means have been viewed as successful Senior Minister performance.

### **4.3 Delegation to the Senior Minister**

The Board shall delegate authority to the Senior Minister through written policies that prescribe the organizational Ends to be achieved and describe organizational situations and actions to be avoided, allowing the CEO to use any reasonable interpretation of these policies. Accordingly, the Board shall:

4.3.1 Develop policies instructing the Senior Minister to achieve specified results. These policies shall be developed systematically from the broadest, most general level to more defined levels, and shall be called Ends policies.

4.3.2 Develop policies that limit the latitude the Senior Minister may exercise in choosing the organizational means. These limiting policies shall describe those practices, activities, decisions, and circumstances that would be unacceptable to the Board even if they were to be effective. These policies shall be developed systematically from the broadest, most general level to more defined levels, and they shall be called Executive Limitations policies.

4.3.3 Authorize the Senior Minister to use any reasonable interpretation of the Board's Ends and Executive Limitations policies, to establish any further policies, make any decisions, take any actions, establish any practices, and develop any activities. Such decisions of the Senior Minister shall have full force and authority as if decided by the Board.

Interpretation:

The board develops policies to delegate authority to the minister – both Ends policies and Executive limitations policies. These are documented in the ‘First UU Austin Governing Policies’ document.

The minister develops the interpretations of these policies.

Measures:

Self reporting – The board meeting minutes document the development and changes to the policies as well as the development and changes to the interpretations.

Rationale for the Measures:

The policies have been developed and will be updated as necessary. The interpretations of these policies are reviewed in the board meetings.

Monitoring Report (May 2020):

- FUUCA Board of Trustees reports compliance with 4.3 Delegation to the Senior Minister policy.
  - For the period 6/1/2019 – 5/19/2020 the Board has delegated authority to the Senior Minister through written policies that prescribe the organization Ends to be achieved and described organizational situations and actions to be avoided. The Board has rewritten interpretations from the Senior Minister regarding the Board’s written Ends, which were provided to a previous Board.
  - The current Board of Trustees has utilized and monitored Executive Limitation policies developed by previous Boards that limit the latitude the Senior Minister may exercise in choosing the organization means to achieve the Church’s Ends. The limiting policies describe those practices, activities, decisions, and circumstances that would be unacceptable to the Board even if they were to be effective.
  - The Board of Trustees has authorized the Senior Minister to use any reasonable interpretation of the Board’s Ends and Executive Limitations policies, to establish any further polices, make any decisions, take any actions, establish any practices, and develop any activities not specifically proscribed the Executive Limitations policies. Based on the delegation of authority set out in this policy, such decisions of the Senior Minister have been considered to have the full force and authority as if decided by the Board.

**4.4. Monitoring Senior Minister Performance**

Regular and systematic monitoring of the Senior Minister’s job performance will be solely measured by accomplishment of Ends in accordance with Executive Limitations policies.



4.4.1 Monitoring determines the degree to which Board policies are being met.

4.4.2 The Board shall acquire monitoring data by one or more of the following methods:

By internal report, in which the Senior Minister discloses compliance information to the Board;

By external report, in which an external, disinterested third party selected by the Board assesses compliance with Ends and Executive Limitations;

By direct Board inspection, in which one or more Board members designated by the Board, or the Board as a whole, assess compliance with Board policy.

4.4.3 In every case, the standard for compliance shall be any reasonable interpretation by the Senior Minister of the policy being monitored.

4.4.4 All policies that instruct the Senior Minister will be monitored at a frequency and by a method chosen by the Board. The Board can monitor any policy at any time by any method, but will ordinarily depend on the attached schedule (Appendix A).

Interpretation:

The board regularly monitors the minister's job performance by determining how well the Ends and Policies are being met (as reflected in the interpretations of the policies).

Although policies may be monitored at any time, the regular schedule for monitoring of the policies is documented in the policies document.

Measures:

Self reporting - Verify that the board executes the monitoring as defined in the First UU Austin Governing Policies document. The monitoring will be documented in the board minutes.

Rationale for the Measures:

The policies are monitored by the board within the board meeting.

Monitoring Report (May 2020):

- FUUCA Board of Trustees reports compliance with 4.4 Monitoring Senior Minister Performance.
  - The Board has used monitoring of the policies to determine the degree to which Board policies are being met.
  - For the period 6/1/2019 – 5/19/2020 the Board has acquired monitoring data by internal report, in which the Senior Minister has disclosed compliance information to the Board and by direct inspection (Board committee conducted a survey of the congregation of achievement of Ends).
  - The Board has considered the standard of compliance for Executive Limitation and Ends polices to be any reasonable interpretation of the policy being monitored.
  - The Board continues to follow a regular schedule of monitoring all policies that instruct the Senior Minister. The Board is aware that while it is following a regular schedule of monitoring, it can at any time monitor any policy.

Monthly Program Development Report  
First Unitarian Universalist Church of Austin  
April 2020

I am continuing to do this report in a more narrative than bullet point format due to our current situation, though I will use headings to (hopefully) help with clarity.

### Worship Services

We are continuing to do our worship services mostly by each of us making a video of our parts of the service from home. Some of us are beginning to video from the church sanctuary. In such cases, we are having no more than two people there at once and are practicing social distancing while there.

### Building Closure

Our staff continue to work from home, and the church building is still closed. Caden works from the church office. I check on the building and grounds several times each week.

### Church Operations

We continue to do our church meetings and small groups by Zoom and will be doing the May 31 congregational meeting by Zoom also. Zoom has a polling feature, which we will use for conducting votes during the meeting. We are also doing our religious education classes via Zoom.

### Finances

Around April 24, the bookkeeper assigned to us at our contract bookkeeping firm suddenly stopped responding to email messages, and it became clear she was not doing any work on our data entry, bookkeeping and bill payments. I attempted to call her, but her extension was no longer valid. I sent email and left voice messages with company's support team, but also got no reply.

We had a payroll run due the following week, so I contacted a local contract accounting and bookkeeping firm that a CPA who did some contract work with us recently had recommended. I asked them if they would help us run payroll if I was unable to contact anyone with the out of state firm and began exploring switching our data and bookkeeping services over to them entirely.

After another several attempts, I was finally able to contact someone at the out of state bookkeeping firm, and I cancelled working with them. I then brought on the local firm.

It took several days and quite a bit of effort to get our online accounting system and our online bill payment system transferred from the out of state firm to our new local firm.

The new firm, Hale CPA group, got our payroll run processed for us and will now be working to catch up the March and April books and data entry, on which the prior bookkeeper seems to have gotten behind.

I will send financial reports as soon as these months have been closed out. I have asked them to make getting at least March closed out the top priority.

Membership

No changes.

Warmly,

Chris

April 29, 2020

Leo Collas  
Board Member  
First Unitarian Universalist Church of Austin

Dear Leo,

We respectfully request that the Congregation of First UU Church of Austin endorse a bill now before the US Congress, ***“The Energy Innovation and Carbon Dividend Act” (EICDA; H.R. 763)***. Although society is now preoccupied with the COVID19 pandemic and economic slow-down, we can have a healthier economic recovery if we take this time to address air pollution and greenhouse gas emissions generated by burning fossil fuels (coal, oil, natural gas). When enacted, EICDA would reduce greenhouse gas emissions and reduce the risk of catastrophic climate change by imposing a fee on fossil fuels at the point of production. The fees would be returned equally to all households as a dividend to offset any increases in energy costs. This simple mechanism is projected to reduce greenhouse gas emissions by 37% ten years after this legislation goes into effect. Economic modeling studies show that lower-income households would receive slightly more in dividends than they would pay in increased energy costs. All of us would receive the benefits of decreased air pollution and risk of global warming.

If the board resolves to support EICDA, endorsement is best done through the EICDA’s [website](#). This action would add First UU to the [list](#) of other faith groups, including the UUA and over twenty UU congregations, that have endorsed the bill. A copy of the full bill is [here](#) and is also attached to this email.

Climate change is an issue of moral and social concern because it affects the future of all life on Earth. Climate change will disproportionately affect vulnerable communities: the economically disadvantaged, indigenous peoples, and communities of color. By placing a fee on carbon at the point of production and returning those fees to households, EICDA shifts some of the burden of paying for air pollution and climate change from individuals to fossil fuel producers. This shifting of costs will spur innovation in energy conservation and clean energy production and utilization. Passing EICDA into law will help remedy inequities worsened by climate change,

such as loss of property from flooding and disastrous storms, high rates of asthma from air pollution, and heat-related illness in those who work or live outside. The congregation's endorsement will be publicly joined to those of the UUA and over two dozen other UU churches in a list posted on the bill's website.

Endorsing EICDA advances the mission and ends of the church. Endorsement will help to transform lives by empowering church members to speak out about climate change, aid passage of bipartisan legislation that will help to mitigate coming climate changes, and do justice by correcting market distortions that impose the costs of fossil fuel production and of climate change disproportionately on vulnerable communities. Endorsing the bill furthers the ends of the church by engaging with church members to care for the Earth and the interdependent web and by joining the congregation's collective voice to that of the UUA to support and encourage others to do the same.

We do not believe that endorsement of EICDA endangers the church's legal status as a non-partisan religious institution. The bill has been deliberately and thoughtfully crafted to be supported by a bipartisan coalition in Congress. EICDA has been endorsed by people and institutions across the political spectrum. The supporters of this legislation believe that climate change is a problem that will take all of us--left, right, and center--to solve. A list of other UU congregations, pastors, Green Teams and boards that have endorsed EICDA is attached.

Leo, we thank you for your sponsorship of this resolution with the Board. If you have any questions, please do not hesitate to reach out to any of us. We would be happy to provide any additional information or resources you might need.

Best regards,

Neilé Edens  
Cynthia Lesky  
Bob Hendricks  
Victoria Hendricks  
Pat Bulla

***Volunteers***  
***Citizens' Climate Lobby***



## UUA and Two Dozen UU Churches Support EICDA (H.R. 763)

Sitka Unitarian Universalist Fellowship, AK  
Valley Unitarian Universalist Congregation, AZ  
Unitarian Universalists San Luis Obispo, CA  
First Unitarian Church of Los Angeles, CA  
Unitarian Universalist Society: East, CT  
Emerson Unitarian Church, GA  
Unitarian Universalist Metro Atlanta North (UUMAN), IL  
Unitarian Universalist Society of Geneva - Green  
Sanctuary, IL  
Unitarian Universalist Church of Evansville, IN  
Unitarian Universalist Church of Lexington, KY  
Unitarian Universalist Association (UUA), MA  
Unitarian Universalist Church of Charlotte, NC  
Social Justice Committee of the Peterborough Unitarian  
Universalist Church, NH  
Unitarian Universalist Congregation of Somerset Hills, NJ

Rev. Jennifer Kelleher/ Minister, Unitarian Universalist  
Congregation of Somerset Hills, NJ  
  
Rev. Rachel Baker/ Minister, Unitarian Universalist  
Congregation of Las Vegas, NV  
  
Unitarian Universalist Congregation of the South Fork, NY  
Green Sanctuary, First Unitarian Universalist  
Congregational Society of Brooklyn, NY  
  
St. Johns Unitarian Universalist Church, Cincinnati, OH  
West Wind Unitarian Universalist Congregation, Norman,  
OK  
Unitarian Universalist Church of the Lehigh Valley,  
Bethlehem, PA  
  
Emerson Unitarian Universalist Church's Ministry for Earth,  
Houston, TX  
  
First Unitarian Church, Salt Lake City, UT  
Unitarian Universalist Fellowship of Rock County,  
Janesville, WI