

## **Board Self Evaluation – June 2012**

The Governance Working Group has developed criteria for assessing compliance with the policies in section 4 of the UUA Governance Manual. We have reviewed this plan with the moderator, who as the Chief Governance Officer is responsible for interpreting the policies in sections 3 and 4 of the UUA Governance Manual.

The overall plan is included as Attachment 1 to this document.

Policies 4.0 and 4.1 were scheduled for monitoring at the end of March. Policies 4.2, 4.3, 4.4 and 4.5 were scheduled for monitoring at the end of May. Policies 4.1, 4.2 and 4.4 require input from the president, the staff or the Board, and we will therefor monitor and discuss these policies along with the global statement 4.0 in September, allowing time for staff and Board input after the conclusion of GA.

For Policies 4.3, the proposed assessment from the Governance Working Group is presented below. We will have time to discuss these proposed assessments at the June, 2012 Board meeting.

We will not monitor section 4.5 until the annual review of Presidential compensation is completed. However, the Governance Working Group acknowledges that prior to this year we have not been in compliance with this policy as no annual review took place in 2010 or 2011.

### **Policy 4.3.1**

#### Policy:

*The Board will develop policies instructing the President to achieve certain results, for certain recipients at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined levels, and will be called the Shared Vision (Ends).*

#### Monitoring Plan:

4.3.1 **Direct Inspection** - The Board is compliant with this policy if a review of the Governance Handbook confirms:

- The handbook has a section stating what the organization aims to achieve
- The section referenced in the bullet above is labeled "Ends"
- The Ends statements include identification of a person, demographic, society or UU organization intended to benefit from the Ends
- The Ends statements contain a cost limitation for the achievement of the Ends.

#### Proposed Monitoring Assessment for Policy 4.3.1

Items 1 & 2 The UUA Governance Manual Section 1 is titled "Ends", so we are in compliance with this aspect of the policy.

Item 3: The Ends policies identify the beneficiaries of UUA work as "Member congregations". In addition, the Ends state that the member congregations will impact the lives of "participants" in those congregations. We are in compliance with the requirement that the Ends policy identify individuals or organizations who the UUA will benefit.

Item 4: The Ends statement does not contain a cost limitation for the achievement of the Ends. We are not in compliance with this aspect of our policies.

### **Policy 4.3.2:**

#### Policy:

*The Board will develop policies that limit the latitude the President may exercise in choosing the organizational means. These policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Leadership Covenant and Expectations policies (Executive Limitations).*

Monitoring Plan:

4.3.2 **Direct Inspection-** The Board is compliant with this policy if a review of the Governance Handbook confirms:

- The handbook has a section stating practices, activities, decisions, or operational circumstances that are prohibited
- The header for the section referenced in the bullet above is termed “Leadership Covenant and Expectations policies (Executive Limitations).”

Proposed Monitoring Assessment for Policy 4.3.2:

Section 2 of the Governance Manual delineates practices, activities, decisions and operational circumstances that are prohibited. We are in compliance with this policy except as noted above in the title of Section 2 of the Governance Manual.

Section 2 of the UUA Governance manual is titled "Global Leadership Covenant and Expectations (Executive Limits). This generally agrees with what is called for in the policy, but it is not exact. The GWG recommends that we modify policy the title of section 2 to conform with policy 4.3.2. We propose the following motion:

Move that the title to Section 2 of the UUA Governance Manual be modified as follows:

**2.0 Global Leadership Covenant and Expectations [~~Executive Limits~~]: (Executive Limitations): UUA Governance Manual Section Two**

**Policy 4.3.3:**

Policy:

*Only the Board may determine what constitutes a reasonable interpretation of its policies. As long as the President uses any reasonable interpretation of the Board’s Shared Vision the President is authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities.*

Monitoring Plan:

4.3.3 **Direct Inspection-** The Board is compliant with this policy if a review of the Board’s survey tool, survey responses, other Board deliberations, and votes regarding acceptance of reports demonstrate:

- The survey tool has a statement that indicates the measures of a “reasonable interpretation.”
- The question(s) used in the survey tool to evaluate the Board’s acceptance of the “interpretation” contain(s) simple “yes/no” response options.
- The Board has accepted the operational definition for all reports for which the recorded Board deliberations (including notes or minutes from Board meetings) indicate that the majority of trustees find the interpretation (operational definition) to be reasonable (as outlined in the 1st bullet above.
- The Board has rejected all reports for which the recorded Board deliberations (including notes or minutes from Board meetings) indicate that the majority of trustees find the interpretation to be unreasonable (measured against the definition outlined in the 1<sup>st</sup> bullet above).

Proposed Monitoring Assessment for Policy 4.3.3:

The SurveyMonkey assessment tool used by the Board of Trustees asks each trustee to determine whether the operational definition provided covers all aspects of the policy, whether there is a rationale defending the operational definition provided and finally whether the rationale convinced the trustee that the operational definition is reasonable. The trustee is asked whether he/she is convinced the operational definition is reasonable via a simple yes/no question.

In the event that any trustee finds the operational definition is either incomplete or unreasonable this will trigger a discussion by the full board. The final disposition of the report (accept, reject, request a re-write) has in all cases been based on a board vote as recorded in the minutes.

The Board needs better tools for maintaining the records of our monitoring assessments and votes and for making that information easily available to trustees and to staff.

**Policy 4.3.4:**

Policy:

*The Board may change its Shared Vision (Ends) and Leadership Covenant and Expectations policies, thereby shifting the boundary between Board and President domains. By doing so, the Board changes the latitude of choice given to the President. But as long as any particular delegation is in place, the Board will respect and support the President's choices.*

Monitoring Plan:

4.3.4 **Internal** – The Board is compliant with this policy if the President responds negatively to the following question:

- Are you aware of any instances where the Board has directed presidential actions in a manner that is inconsistent with the latitude granted in sections 4.0, 4.1, 4.2 and 4.3 of the UUA Governance Manual?

And in addition, if all Board Members respond affirmatively to the following question in the annual Board Member Governance Survey:

- Has the Board rigorously monitored compliance with Board policies, even in instances where changes in those policies are contemplated at a future date?

Proposed Monitoring Assessment for Policy 4.3.4:

These questions will be asked of the Board and President as part of the governance assessment survey to be administered in July 2012. The results will be discussed at the September board call.

**Policy 4.3.5:**

Policy:

*The Board delegates to the President and the Financial Advisor the responsibility to serve as fiduciary for the UU [Unitarian Universalist] Employee Benefits Trust.*

Monitoring Plan:

4.3.5 – **Internal** – The Board is compliant with the policy if the Financial Advisor and the President confirm that they are aware of and are performing their duties as fiduciaries for the Employee Benefit Trust. Note: The Governance Working Group will move at the June, 2012 board meeting that this policy be eliminated.

Proposed Monitoring Assessment for Policy 4.3.5:

This policy is recommended for elimination at the June, 2012 Board Meeting. The President is not a trustee of the Employee Benefits Trust, and the Financial Advisor has recommended that it is therefore inappropriate for the president to be designated as a fiduciary for the Trust in the Board policies. The Treasurer and Financial Advisor are trustees of the EBT, so both are fiduciaries under the terms of the trust document.

**Policy 4.3.6:**

Policy:

*The Board delegates to the President the responsibility to recommend, for approval by the Board, slates of candidates for the Ministerial Fellowship Committee and its subcommittees until the bylaws are changed to give the President the responsibility for such appointments.*

Monitoring Plan:

4.3.6 – **Direct Inspection** - The Board is compliant with this policy if the President responds affirmatively to the following question:

- Are you aware of your responsibility to submit nominees to the Board of Trustees for openings in the Ministerial Fellowship Committee (MFC) and its subcommittees?

Proposed Monitoring Assessment for Policy 4.3.6:

This question will be included in the Governance Survey for the President that will be administered in July 2012. The results will be reported to the Board at the September Board call.