

Perpetual Calendar Rationale
Governance Working Group
October, 2015

In his book *Boards That Make A Difference*, John Carver writes the following: “(The saying) ‘If you haven’t said how it ought to be, don’t ask how it is’ describes the principle that requires a board to monitor instead of meander.” There is also, however, the constant danger of meandering in our monitoring, to monitor intermittently or to neglect monitoring entire policies. The perpetual calendar is designed to keep us on the straight and narrow path in all our work, including monitoring. It assigns monitoring dates for each of our policies and their subsections. As well, the calendar indicates which monitoring method will be used for each policy and subsection. In policy governance, three methods of monitoring are prescribed: Executive Report, External Audit, or Direct Inspection.

The administration has been faithfully keeping to its monitoring schedule, offering the board regular reports on progress toward or adherence to policies 1 and 2. As is obvious after a quick look at the proposed perpetual calendar, the Board of Trustees needs to begin monitoring its adherence to policies 3 and 4. In this perpetual calendar, each subsection of policies 3 and 4 is assigned a monitoring date. We will be using a simple online survey, distributed by the Governance Working Group well in advance of each meeting of the Board of Trustees, as the mechanism for the board to monitor these two policy sections.

The surveys will be assessed by the GWG. If there is no controversy, the surveys could simply be accepted in the consent agenda as monitoring reports. If there seems to be some need for discussion, the GWG would request meeting agenda time. To be as objective as possible in our assessment, each of the subsections of policies 3 and 4 should be accompanied by a list of observable behaviors which would help us assess our performance on each policy/subsection. This is a major undertaking, and the work has not yet been done, though a template for such was provided by Policy Governance Consultant Eric Craymer.

A perpetual calendar can also contain other “undelegateable” work of the board. We have added to this calendar a time each year for the Board of Trustees to review the ends of the association to determine whether they are still realistic and whether they remain visionary, leading the association into something not yet achieved. The principle behind this addition is that ends statements should not be evergreen, but should be evaluated regularly by the body which crafted them. The method of our evaluation of the ends statements will be decided by the BoT as a whole body, or can be delegated back to the GWG.

Many thanks to Harlan Limpert for his design of this calendar and much more, and to Terasa Cooley and the other members of the staff who have spent time working with us on this project. We look forward to continuing to work together to streamline monitoring and other governance processes.

Respectfully submitted,

Rev. Andy Burnette
Convener, Governance Working Group

UUA Board of Trustees
PERPETUAL CALENDAR
(updated 10/12/2015)

Policy	# of Policies & Sub-policies	Policy Title	Date of Last Monitoring Report	Accepted/Not Accepted	Method of Monitoring	Frequency	Whose Responsibility ?	Next Due to Board	Meeting at Which Item Is Reviewed By Board
1.0	10	Ends	12/24/2014	Accepted	Internal	Annual	Cooley	3/20/2016	April
1.0	10	Ends	12/24/2014	Accepted	Direct Inspection	Annual	Board	9/20/2016	October
2.0	1	Global Leadership Covenant	See subpolicies	See subpolicies	Internal	Annual	Limpert	See subpolicies	June (Global policy is addressed in subpolicies which have different due dates)
2.1	5	Treatment of People	12/20/2014	Accepted	Internal	Every 3 years beginning 2017	Limpert	12/20/2017	January
2.2	3	Treatment of Congregations	5/20/2013	Accepted	Internal	Every 3 years, beginning in 2016	Tayler	5/20/2016	June
2.3	1	Treatment of Staff	9/11/2015	Needs to be voted upon at Oct 2015 meeting	Internal	Every 3 years, beginning in 2015	Molla	8/20/2018	October
2.4	9	Compensation and Benefits	10/1/2009	Accepted	Internal	Every 3 years, beginning in 2015	Molla	10/20/2015	January
2.5	2	Employee Benefits for UU Organizations	9/18/2015	Needs to be voted upon at Oct 2015 meeting	Internal	Every 3 years beginning in 2015	Nugent	9/20/2018	October
2.6	5	Financial Planning and Budgeting	4/3/2015	Accepted	Internal	Every 2 years beginning in 2016	Brennan	4/2/2017	April
2.6.2	1	Assessment of Current Property Holdings	4/13/2015	Accepted	Internal	Every 10 years, beginning in 2013	Brennan	3/20/2023	October
2.7	1	Financial Condition & Activities	9/18/2015	Needs to be voted upon at Oct 2015 meeting	Internal	See sub-policies	Brennan	9/18/2016	October

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2.7.1	1	Annual Audit	9/18/2015	Needs to be voted upon at Oct 2015 meeting	Direct Inspection	Annual	Brennan	12/20/2016	January
2.7.2	1	Budget Oversight	9/18/2015	Needs to be voted upon at Oct 2015 meeting	Internal	Annual	Brennan	9/20/2016	October
2.7.3	1	Gift Acceptance	9/18/2015	Needs to be voted upon at Oct 2015 meeting	Internal	Annual	Brennan	9/20/2016	October
2.7.4	1	Real Property Transactions	9/18/2015	Needs to be voted upon at Oct 2015 meeting	Internal	Annual	Brennan	9/20/2016	October
2.7.5	1	Reporting of All Transactions	9/18/2014	Accepted	Internal	Annual	Brennan	12/20/2015	January
2.8	2	Asset Protection	12/19/2014	Accepted	Internal	Every 2 years, beginning in 2014	Brennan	12/20/2016	January
2.8.1		UU Identity in Professional Ranks	6/18/2015	Accepted	Internal	(What frequency did we agree upon?)	Cooley		
2.9	1	External Relations	10/12/2014	Accepted	Internal	Every 2 years, beginning in 2014	Limpert	7/20/2016	October
2.10	1	Emergency President Incapacity	2/20/2013	Accepted	Internal	Every 3 years, beginning in 2016	Limpert	2/20/2016	April
2.11	2	Election Practices	12/20/2014	Accepted	Internal	March of the year following election of Moderator or President (March 2018)	Limpert	3/20/2018	April

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2.12	13	Communication & Support to Board	5/20/2013	Accepted	Direct Inspection	Annual	Limpert	3/20/2015	April
2.13	4	Implementation of the Business Resolutions of GA	(Checking status)	(Checking status)	Internal	Annual	Limpert	(Checking status)	April
3	1	Global Gov. Commitment	x	x	Direct Inspection	Annual	Board	9/20/2015	October
3.1	1	Governing Style	x	x	Direct Inspection	Annual	Board	9/20/2015	October
3.2	1	Board Job Description	x	x	Direct Inspection	Annual	Board	9/20/2015	October
3.3	1	Board & Bd Mbr Code of Conduct	x	x	Direct Inspection	Annual	Board	9/20/2015	October
3.4	1	External Relations	x	x	Direct Inspection	Annual	Board	12/20/2015	January
3.5	1	Agenda Planning	x	x	Direct Inspection	Annual	Board	12/20/2015	January
3.6	2	Elect of Officers & Officers Roles	x	x	Direct Inspection	Annual	Board	12/20/2015	January
3.7	1	Board Committee Principles	x	x	Direct Inspection	Annual	Board	12/20/2015	January
3.8	1	Cost of Governance	x	x	Direct Inspection	Annual	Board	3/20/2015	April
3.9	1	Board / General Assembly Relations	x	x	Monitored by the CGO	Annual	Board	3/20/2015	April
3.10	1	Board Need for GA Time	x	x	???	Annual	Board	???	
4.0	1	Board-President Linkage	x	x	Direct Inspection	Annual	Board	3/20/2015	April
4.1	1	Unity of Control	x	x	Direct Inspection	Annual	Board	3/20/2015	April
4.2	1	Accountability to the President	x	x	Direct Inspection	Annual	Board	5/20/2015	June

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4.3	1	Monitoring Pres. Performance	x	x	Direct Inspection	Annual	Board	5/20/2015	June
4.4	1	Presidential Comp and Benefits	x	x	Direct Inspection	Annual	Board	5/20/2015	June

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3.0 Governance Process

Policy: The purpose of the Board, on behalf of the Sources of Authority and Accountability, is to ensure that the Unitarian Universalist Association (a) achieves appropriate results for appropriate persons at an appropriate cost, and (b) avoids unacceptable actions and situations.

Policy: The Board will inspire, direct and hold accountable the administration and itself through the careful establishment of broad written policies reflecting Unitarian Universalist values and perspectives.

3.1 Governing Style

Policy: The Board will govern with an emphasis on (a) outward vision, (b) encouragement of diversity in viewpoints, (c) strategic leadership, (d) clear distinction of Board and President roles, (e) collective, (f) future, (g) pro-activity, and (h) an open and transparent process.

Procedures:

On any issue, the Board must insure that differing views are considered in making decisions, yet must resolve these into a single organizational position. Accordingly:

1. The Board will cultivate a collective responsibility. The Board, not the staff, will be responsible for the quality of governance. The Board will be the initiator of policy, not merely react to staff initiatives. The Board may use the expertise of individual Trustees to enhance the ability of the Board as a body, rather than to substitute the individual judgments for the Board's values and/or positions.
2. The Board's major policy focus will be on the intended long-term results both inside and outside of the Association and its external relations and partnerships.
3. Board members will prepare for and attend meetings, remain aware of policy-making principles, and respect roles. Although the Board can change its governance process policies at any time, it will observe them scrupulously while in force. The Board will address an issue only if the Board determines that the following criteria have been met:
 - A. A substantial portion of the Board believes that the issue deserves Board time;
 - B. The issue is the responsibility of the Board;
 - C. If the Board has dealt with the issue before, there is new information that compels reconsideration;

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- 43 D. The focus of the issue is at a systemic level, and is not just a fix for a specific
44 problem. If the issue is below the Board's broad policy threshold, the Board will
45 seek to broaden the issue to include a class of related issues.
46
- 47 4. Ongoing Board development will include orientation of new Trustees in the Board's
48 governance processes.
49
- 50 5. The Board will allow no officer, individual or committee of the Board to hinder or be an
51 excuse for not fulfilling its commitments.
52
- 53 6. The Board will select, from among ministers serving on the Board, one or more Trustees
54 to serve as chaplains to the Board.
55
- 56 7. The Board will monitor and discuss the Board's processes and performance at each
57 meeting. Self-monitoring will include comparison of Board activity and discipline to
58 policies in the Governance Process and Board-President Linkage categories, following
59 the monitoring schedule in Appendix 3.A.
60
- 61 8. The work of the Board of Trustees on matters of public witness will be guided by the
62 actions made by the General Assembly. This shall not preclude the Board from choosing
63 to bear witness in a time of extraordinary circumstances. Accordingly, on matters of
64 public witness regarding social concern, the Board will:
65
- 66 A. Call upon the elected leadership of our congregations to provide and safeguard the
67 sacred space where Unitarian Universalists may discuss, better understand, and
68 explore public policy in the light of UU principles and the individual's
69 conscience.
70
- 71 B. Encourage our congregations to take a responsible role in bearing witness
72 publicly to their faith in matters of social concern.
73
- 74 C. Support the work of the UUA President and staff to bear witness publicly,
75 expressing the historic and theological grounding of UU positions on matters of
76 public social concern.
77
- 78 D. Encourage the President of the UUA to provide prophetic leadership.
79
- 80 E. Encourage congregations to make use of the Social Witness process, which refers
81 issues for study and statements of conscience to the larger Association, through
82 the authority of the congregations meeting at the General Assembly.
83
- 84 F. Speak as the Board of Trustees of the UUA on matters of witness in our own
85 work as an Association.
86

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- 87 9. To be consistent with our commitment to the right of conscience and the democratic
88 process and achieve a transparent and open process, the Board will:
89
- 90 A. Provide advance notice of dates and locations of regular business meetings, and
91 make agendas, reports, and the previous meetings' minutes available prior to the
92 meeting;
93
- 94 B. Provide avenues for comment on issues on the meetings' agendas;
95
- 96 C. Accommodate observers at regular business meetings, and notify all participants
97 of recording and archiving policies.
98
- 99 D. Make documents submitted for consideration to the Board of trustees publicly
100 available, with the exception of documents distributed during or related to
101 business to be discussed in executive sessions.
102
- 103 E. Conduct its business in public, except when the Board decides by majority vote to
104 deal with the following kinds of matters in Executive Session:
105
- 106 i volunteer and staff personnel matters that are of a delicate nature
107
- 108 ii legal matters of which public discussion could be legally injurious
109
- 110 iii budget matters that involve such legal or personnel matters
111
- 112 iv property acquisition or disposition
113
- 114 v discussion of internal board relationships
115
- 116 vi business of the above nature involving a member society if the society
117 requests an Executive Session.
118
- 119 10. Any officer or trustee may initiate a request for an Executive Session. The first item of
120 business in any Executive Session shall be an explanation of the reason for the request,
121 after which the Board shall vote whether or not to remain in Executive Session.
122
- 123 A. Participants in Executive Session will be limited to Board Members, Youth
124 Observer(s), the Chief Operating Officer, the Program and Strategy Officer and
125 the Treasurer, Chief Financial Officer. The Board may vote to include others in
126 Executive Session where appropriate.
127
- 128 B. All meetings in executive session will close with a determination as to whether
129 the material is confidential and needs to be confidential.
130

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- 131 C. The Executive Session may be ended at any time by majority vote.
- 132
- 133 D. Executive Sessions will be held to the minimum necessary under these guidelines.
- 134
- 135 11. Record and archive audio of business proceedings of the UUA Board, with the exception
- 136 of executive sessions, to be available to members of UUA congregations upon request.
- 137
- 138 12. Regularly hold meetings in sites other than Boston, to strengthen relationships with the
- 139 Association's Member Congregations and other Sources of Authority and Accountability,
- 140 and also to learn first-hand about vital interests of the Association.
- 141
- 142 A. The Board will select a Site Selection Team that is responsible for reviewing site
- 143 proposals and recommending location(s) to be voted on by the Board.
- 144
- 145 B. Proposals to the Site Selection Team must come from Trustees.
- 146
- 147 C. Proposals must contain the following:
- 148
- 149 i An identified contact person, who will represent the host site as a liaison
- 150 with the Board;
- 151
- 152 ii Evidence of strategic importance (how will the Board's exposure to the
- 153 host site serve the strategic interests of the Association?)
- 154
- 155 iii Evidence of wise stewardship of Association resources
- 156
- 157 iv Evidence of support of a group of related Congregations (for example, a
- 158 Cluster) and other Sources of Authority and Accountability (how will the
- 159 Board link with local Congregations; how will the Board link with other
- 160 Sources of Authority and Accountability).
- 161
- 162 D. The Site Selection Team will authorize a spokesperson as a single point of contact
- 163 on meeting logistics with the Administration. Within parameters established by
- 164 the Site Selection Team, the spokesperson may make meeting logistics decisions
- 165 on behalf of the Board.
- 166
- 167 E. To be in healthy relationship with the Administration, and to ensure lowest cost,
- 168 the Board will select meeting geographic areas no less than eleven months prior to
- 169 the meeting. If a geographic area is not chosen, the default choice is to meet in
- 170 Boston.
- 171

3.2 Board Job Description

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Policy: As informed and elected leaders of our Association of member congregations, the UUA Board of Trustees assures organizational performance by creating, communicating, and monitoring organizational systems and performance, in accord with established Board policy.

Procedures:

Accordingly, the Board has responsibility to:

1. Create and maintain linkage between the Board and the Sources of Authority and Accountability defined in Policy 3.0.
 - A. Linkage shall mean
 - i Formal, intentional dialogue with the Sources of Authority and Accountability for the purpose of understanding the Sources' values and the benefits the Association should produce
 - ii Connections with the Sources of Authority and Accountability that ensure the board governs accountably on their behalf.
 - B. In linking with any particular Source, the Board will listen to multiple voices.
 - C. The Board will collaborate with communities and organizations outside the Board in identifying the voices invited to speak on behalf of these Sources.
 - D. The Board will report on its linkage activities with these Sources, identifying not only the methodology but also the values discerned, and the impact of those values on Board actions.
2. Write policies that address organizational decisions and situations at the broadest levels:
 - A. Shared Vision (ENDS): Statements that express values identifying what benefit to whom and at what cost.
 - B. Leadership Covenant and Expectations: Established boundaries around both ethics and prudence within which all executive activity and decisions must take place.
 - C. Governance Process: How the Board conceives, carries out and monitors its own tasks.
 - D. Board-President Linkage: Promote right relationship between the President and the Board by defining and respecting the president's role, authority, and

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accountability.

3. Assure operational performance by monitoring the structures, systems, and organizational performance, considering established policy, and examining and approving the operating and capital budgets before they are implemented.
4. Act as bold and faithful stewards of the resources of the UUA.
5. Obtain an annual audit of the Association's financial reports by a certified public accounting firm with experience conducting audits of organizations of comparable size, as overseen by the Audit Committee. The Audit Committee will then provide the Board with a written report, for publication on the UUA website, containing the key findings of the audit, including any finding of a serious accounting or management weakness. Upon receipt of the that report, the Board will meet with the chair of the Audit Committee to review the report and the auditing firm's credentials.
6. Promote and actively engage in the work of building an antiracist / antioppressive/multicultural institution.
7. Act in direct relationship with the General Assembly (GA).
 - A. Approve the GA site, participating in GA programs, and responding, as appropriate, to motions adopted by GA.
 - B. Review and affirm adoption of UUA Public Policy Statements, based on actions of previous General Assemblies.
 - C. In consultation with the General Assembly Planning Committee, make decisions about the allocation of excess funds generated from General Assembly activities. (q.v. Policy on GA Reserve Fund)
8. Vote to accept into membership or to terminate association membership of a congregation in accordance with UUA By-laws.
9. Appoint and empower Board committees and Board liaisons.
10. Ensure continuity of governance capability.

3.3 Board and Board Member Code Of Conduct

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Policy: The Board commits itself and its members to act in adherence with the UUA bylaws, to conduct themselves ethically, businesslike, and lawfully, and to act with respect for others, with proper use of authority and appropriate decorum when serving as Trustees.

Procedures:

1. Board members shall act in accordance with our covenant with each other.

A. We promise to:

- i Show up with our best selves, intent on listening with openness and willingness to the voices in the room and those that are not.
- ii Speak with an authentic voice, grounded in our lived experience, mindful of differing cultural interpretations and realities that are present.
- iii Honor our duty to do the work of the board and to place anti-racism, anti-oppression, and multicultural accountability at the center of that work.
- iv Recognize that each of us is fully human, with hurts and vulnerability, and the need to laugh and sing!

B. This covenant shall be read at the beginning of each board meeting.

2. Board Members must act in accordance with our covenant with member congregations. As Board members, our primary purpose is to serve our member congregations regardless of personal relationships with staff, affiliations with other organizations, or any personal interest.
3. Board Members must comply with Conflict of Interest (Appendix 2.J) and Whistleblower policies (Appendix 2.K).
4. Member Trustees covenant with each other to follow a practice of "Speaking with one voice". This requires that each Trustee has had reasonable opportunity to participate in the debate of the issues and opportunities before the committee or Board. The Trustee may have disagreed with the Board's decision, and consistent with the right of conscience may say so publicly. However, once the Board makes a policy decision, and even if an individual Trustee does not fully support the Board's position, each Trustee agrees to do their best to act in alignment with that policy in the spirit of moving our organization ahead in accordance with our democratic principles.

A. If a Trustee finds that they cannot in good conscience adhere to this policy and covenant, then that Trustee bears the responsibility to consult with the Moderator

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or Vice-Moderator and determine an acceptable course of action.

5. Board Members shall not attempt to exercise individual authority over all or any part of the organization.
6. Board Member's interaction with the President or with staff must recognize that an individual Board member has no authority except when explicitly authorized by the Board.
7. Board Members shall not express individual judgments on the performance of employees of the President, except while participating in Board deliberation about whether reasonable interpretation of Board policy has been achieved by the President.
8. Board Members shall respect the confidentiality appropriate to issues of a sensitive nature.
9. Board Members shall be properly prepared for Board deliberation.
10. Board Members will model UU values in our lives and in our roles as Trustees.
11. Board Members will provide leadership for UUA's stewardship and development efforts. Each Board Member is encouraged to:
 - A. Support the financial well being of the Association, including: pledges to his or her congregation, an annual contribution to the Friends of the UUA, and participation in capital campaigns.
 - B. Submit names of potential donors to the Stewardship and Development staff group;
 - C. Encourage his or her own congregation to attain the fair share contribution to the Annual Program Fund.
 - D. Promote testamentary giving through legacies and bequests.
 - E. Be knowledgeable about Association funding.
12. Board Members are expected to have completed anti-racism training including analysis and systems theory components. Such training will be arranged and offered prior to the January meeting of their first year as a Trustee. Participation in such training will be paid for, or reimbursed by the UUA, with prior approval of the CGO.
13. Individual Board Members will not engage in fundraising or public support of any candidate for national UUA office except within twelve months of the date of the

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election.

14. Each Board Member will annually certify in writing their knowledge of, and their agreement to honor, the contents of these Governance Process policies.

3.4 External Relations

Policy: Speaking with one voice is an important value of the Board. To achieve this, the board will formally delegate official authority to speak on behalf of the organization in the public arena.

Policy: Committee chairs, working group conveners and officers are authorized to communicate with members of the press concerning areas of Board discussion, deliberation and action within the scope of their authority following meetings of their respective groups.

Procedures:

1. The CGO [Chief Governance Officer] and President are the customary spokespersons for the UUA. A Trustee's interaction with the public, press, or other entities must recognize that no Trustee may speak for the Board except to repeat explicitly stated Board decisions.
2. Any Board member may be empowered and charged by the Board to be a Board representative in relationship with any group, and such empowerment, the charge and its responsibilities will be defined by the Board at the time of the assignment.
3. At events with organizations external to the UUA, Board members may represent the Board or the Association at meetings and events where such representation is deemed desirable and where the CGO has agreed to the representation. Board members should represent the Board and the Association at district and regional meetings whenever appropriate to their role as trustees. Board members are entitled to represent themselves as UUA Trustees at ceremonial events where the Board member deems such representation desirable. Board members must avoid any ambiguity about their representative role or authorization to speak for the Board of Trustees of the UUA.
4. For special electronic communications (e.g., the Board Facebook page), the CGO may appoint a trustee to post on subjects in which they have knowledge or expertise.
5. The Chief Governance Officer will appoint a trustee or trustees to write a brief letter to UU ministers and congregational presidents following each quarterly board meeting, to apprise them of important decisions the Board made at that meeting and vital issues it discussed. Such a letter will be signed by the Secretary on behalf of the Board.

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3.5 Agenda Planning

Policy: The Board will follow an annual agenda which (a) advances and/or reevaluates the relevance of its Shared Vision (ENDS) and (b) continually improves Board performance through Board education and enriched input and deliberation.

Procedures:

1. Agenda planning will be completed during the first meeting of each fiscal year, and the agenda published with the minutes of that meeting. The agenda or work plan should look out at least 24 months.
2. Agenda planning will include:
 - A. Consultations with selected groups in the member congregations, or other methods of gaining member congregations input.
 - B. Governance education, and education related to Shared Vision (ENDS) determination, (e.g. presentations by futurists, demographers, advocacy groups, staff, etc.)
 - C. A consent agenda to help the Board deal with routine items as expeditiously as possible.
3. The agenda for each meeting is to be prepared by the Chief Governance Officer (Moderator). Suggestions for agenda items are solicited from Working Group conveners and committee chairs. Any Trustee may suggest items for the agenda. The tentative agenda will be sent to Trustees and posted on UUA.org at least two weeks prior to the meeting with all available supporting documents.
4. All monitoring events will be included on the agenda as reflected in the monitoring schedule in Appendix 3.A.
5. All recurring calendar events will be included on the agenda as reflected in the Recurring Events schedule shown in Appendix 3.B.
6. Individual meeting agendas will generally follow the format below:
 - A. Welcoming and recognizing guests
 - B. Chalice Lighting

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C. Approve agenda

D. Consent Agenda

- i Operational (Moderator constructs).
- ii May include Monitoring Reports motions.

E. Linkage to Member congregations and Board Communications

- i Member congregation communication
- ii Communication with the stakeholders and selected interested groups or constituencies in regard to Board's Annual Agenda.

F. Board Information

- i President's Report
- ii Moderator's Report
- iii Financial Advisor's Report.
- iv Any additional officer's reports.
- v Other topics in accord with the annual agenda to assist the Board in its work and governing capacity.

G. Policy Discussion, based and focused upon the annual plan of Board work.

H. Assurance of Operational Performance

- i Receipt of Monitoring Reports; Review of Trustee's personal analysis of the reports; Discussion of interpretations; Challenges to interpretation; Vote on compliance.
- ii New Operational updates / concerns
- iii Monitoring schedule
- iv Board self-assessment against Board means policies (according to the monitoring schedule)

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- I. Executive Session (if circumstances require)
- J. Process Observations
- K. Other issues that require board knowledge or action.
- L. Announcements
- M. Adjournment

3.6 Election Of Officers And Officer Roles

Policy: The General Assembly elects the Moderator (CGO) and Financial Advisor. The Board elects the Vice Moderator and the Secretary. The Board also appoints the Recording Secretary and the Treasurer of the UUA

Procedures:

1. Youth Observer(s)
 - a. The Youth Observer(s) is/are the primary liaison between GA Youth Caucus and the Board.
 - b. The Youth Observer(s) shall serve their term without vote.
 - c. Excluding matters of voting, The Youth Observer(s) shall bear the same responsibilities and accountabilities as defined for trustees.
 - d. With consent of the Board, the enumerated tasks of the Observer(s) may evolve as the structures of denominational youth leadership evolve.
 - e. The Youth Observer(s) is/are charged with:
 - i. Informing GA Youth Caucus and Youth Caucus staff of relevant Board issues at the Youth Observer's discretion
 - ii. Staying informed about the planning and activities of GA Youth Caucus
 - iii. Keeping abreast of national issues that are of interest to Unitarian Universalist youth in districts and congregations
 - iv. Linking and nurturing relationships between youth leaders in districts and congregations across the nation

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- 516
517 v. Seeking out qualified youth candidates as future Youth Observers and for
518 other UUA volunteer positions
519

520 2. Moderator
521

- 522 a. The Moderator is the Chief Governance Officer (CGO) and is elected by the General
523 Assembly. The CGO assures the integrity of the Board's processes and, secondarily,
524 represents the Board to outside parties. Accordingly, the CGO is responsible for:
525

- 526 i. Ensuring that the Board behaves consistently with its own rules and those
527 legitimately imposed upon it from outside the organization.
528
529 ii. Ensuring that the Board discusses only those issues that, according to Board
530 policy, clearly belong to the Board to decide, not the President.
531
532 iii. Ensuring that deliberation is fair, open, and thorough, but also timely, orderly,
533 and kept to the point.
534

535 b. Nomination of Candidates for Moderator/CGO
536

- 537 i. Not later than 24 months before the beginning of a General Assembly at
538 which an election for Moderator will be held, the Moderator Nominating
539 Committee (MNC) shall issue a call for nominations, which must be received
540 within two months.
541
542 ii. Not later than 19 months before the beginning of a General Assembly at
543 which an election for Moderator will be held, the committee shall recommend
544 to the board two or more possible candidates for Moderator. No member of
545 the committee may be recommended as a candidate. Each candidate must give
546 written consent prior to being recommended. The names of recommended
547 candidates who are not nominated by the board shall not be made public. The
548 committee shall submit to the board background information on each
549 recommended candidate, which shall be received by the board in confidence.
550 No board member who is a recommended candidate shall receive the
551 background information on any candidate. Individuals who normally attend
552 executive sessions, per policy 3.1.9.E, shall be entitled to receive the MNC
553 recommendations and background information, and to attend all sessions
554 concerning the nomination of candidates for Moderator.
555
556 iii. The board shall interview one or more of the recommended candidates in
557 executive session. No candidate who was recommended by the MNC or who
558 intends to run by petition may be present during the interview of any other

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candidate, or in any other executive session held to discuss candidates for Moderator.

- iv. As required by Section 9.5 of the Bylaws, the board shall nominate one or more candidates no later than February 1 of the year before the General Assembly at which there is to be an election for Moderator.

1. The following individuals may participate in Board deliberations but shall not be eligible to vote: the Secretary of the Board, the Trustees who serve on the Election Campaign Practices Committee, the President, and the Youth Observer.
2. The following individuals may participate in Board deliberations and shall be eligible to vote: the Moderator, and any Trustee who served as a voting member of or non-voting board liaison to the MNC.
3. Voting shall be by secret ballot in executive session, with procedures for voting and vote counting to be determined by the Secretary.
4. Voting shall be conducted using the “single transferable vote” method, with a ballot designed to permit the designation of first, second, third, etc. choice. At the conclusion of the vote counting, the two candidates with the highest number of votes shall be declared the nominees. However, if one candidate receives more than 75% of the first choice votes, then only that candidate shall be the nominee of the board. Furthermore, if two or more candidates for nomination are separated by less than one full vote, they shall be considered tied and the board shall take a second vote to break the tie.
5. The minutes of the executive session shall report only the names of the nominee(s).

- v. If a special election is to be held to fill a vacancy in the office of Moderator, the procedures in this section 3.6.1.A shall be followed to the extent that time permits. The Moderator Nominating Committee shall make its recommendations to the Board no later than November 1 of the year before the election.

- c. The CGO is authorized to use any reasonable interpretation of the provisions in these policies. The CGO may make decisions that fall within topics covered by Board policies on Governance Process and Board-President Linkage, with the exception of employment or termination of a President and situations where the Board specifically delegates portions of this authority to others.

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- d. The CGO is empowered to chair Board meetings with all the commonly accepted power of that position (e.g., ruling, recognizing).
- e. The CGO has no authority to make decisions about policies created by the Board within Shared Vision (ENDS) and Leadership Covenant and Expectations policy areas. Therefore, the CGO has no authority to supervise or direct the President.
- f. The CGO may represent the Board to outside parties in announcing Board stated positions and in stating chair decisions and interpretations within the area delegated to her or him.
- g. The CGO may delegate CGO authority, but remains accountable for its use.
- h. In special circumstances, the CGO may create task forces or special committees to address or explore issues of concern to the Association.
- i. In the event of a vacancy, the CGO shall inform congregations of the vacancy.

3. Vice Moderator (Board Coordinator)

- a. The Vice Moderator is elected by the Board. The role of the Vice Moderator/Board Coordinator is to:
 - i. Assist with Board of Trustees agenda planning and scheduling of Board work.
 - ii. Participate in leading Board of Trustees meetings.
 - iii. Assumes the CGO role in the event of absence, death, disqualification, resignation, or removal of the CGO.

4. Secretary

- a. The Secretary is elected by the Board. The responsibilities of the Secretary of the Association are defined in the Bylaws.
- b. In addition to these responsibilities, the Secretary shall:
 - i. Maintain the UUA Governance Manual, assuring that all policies will be reviewed at least once in five years.

5. Financial Secretary

- a. The Financial Secretary is elected by the Board. The responsibilities of the Financial Secretary are defined in the Bylaws.

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6. Recording Secretary

- a. The Recording Secretary is appointed by the Board. The responsibilities of the Recording Secretary are defined in the bylaws.

7. Treasurer

- a. The Treasurer is appointed by the Board. The responsibilities of the Treasurer are defined in the bylaws.

8. The process for selection of the Vice Moderator, the Secretary and Financial Secretary shall be:

- a. Each Board member shall be given the opportunity to stand for election as Vice Moderator/Board Coordinator. A vote shall then be conducted to choose the Vice Moderator.
- b. The Executive Committee brings forward nominees for the Secretary and Financial Secretary positions. A vote shall then be conducted to affirm or reject the recommendations.

9. The process for appointment of the Recording Secretary and Treasurer of UUA shall be:

- a. President recommends to the Board at least one candidate for each position.
- b. Board discusses in Executive Session, and votes to affirm or reject the nominee.
- c. Appointments announced.

3.7 Board Committee Principles.

Policy: Board committees will be used sparingly and, when used, will be chartered to reinforce the wholeness of the Board's responsibilities and to never to interfere with delegation from Board to President.

Procedures

Accordingly:

1. Board committees are established to help the Board do its job and, in general, not to help or advise the staff. Some exceptions to this policy exist due to constraints placed on the Board by Bylaws, or because the Board is still in discernment (See 3.8 below for more

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information). Committees ordinarily will assist the Board by preparing policy alternatives and implications for Board deliberation. In keeping with the Board's broader focus, Board committees will normally not have direct dealings with current staff operations.

- a. Board members may serve on committees outside the Board, but only in their capacity as private individuals, and do not carry any Board authority in these roles.
 - b. Board members may serve on staff operational committees at the invitation of the President.
2. Board members may serve on General Assembly operational committees, at the invitation of those committees established by the General Assembly.
3. Except as specified by the Bylaws, Board committees may not exercise authority over staff. Because the President works for the full Board, the President shall not be required to obtain approval of a Board committee before an executive action.
4. Board committees are to avoid over-identification with organizational parts rather than the whole. Therefore, a Board committee that has helped the Board create policy on some topic should take special care to represent the full Board's interest when monitoring organizational performance on that same subject.
5. Special committees will be used sparingly and ordinarily in an ad hoc capacity for specific short-term objectives or to carry out special tasks that will facilitate the work of the Board. Although the CGO may create special committees, the CGO will consult with the Appointments Committee regarding any appointments the CGO wishes to make.
6. This policy applies to any group that is formed by Board action, whether or not it is called a committee and regardless whether the group includes Trustees. It does not apply to committees formed under the authority of the President.
7. All members of Board-appointed committees are expected to have reasonable competence in the area of racism and oppression.
8. Each Board-appointed committee, including Working Groups, is charged with developing standards and processes for embodying the commitment to antiracism, anti-oppression and multi-culturalism in its work, and to develop a plan for the ongoing training and education of its members.
9. Unless otherwise specified by these policies or by the Bylaws or Rules of the Association, committee appointments are made for two-year periods, which can normally be renewed up to a maximum of 8 years of service. Terms begin at the close of the regular General Assembly in odd-numbered years. When considering possible

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reappointments of committee members, the Appointments Committee shall take into account the goal that committee membership should reflect the full diversity of the Association, as well as the need for each committee to have the full range of skills and experience necessary for its work.

10. Whenever a new committee is named, the Board shall develop a charge, including a statement of the committee's purpose and estimated duration, and monitor and address issues of committee performance.
11. Committees will not be reimbursed for committee expenditures beyond their approved budget, without prior approval by the Treasurer, the Financial Secretary, and the Moderator
12. If a Board-appointed committee finds that an individual member creates a working atmosphere that is unproductive, disruptive, or otherwise impeding effective committee functioning, the Appointments Committee urges the leader and members of that particular committee to speak candidly with the member whose behavior is problematic in order to identify desired changes. If the committee is not able to resolve the problem internally, the chair should contact the Chair of the Appointments Committee for help in resolving the problem.
13. Committee members must comply with the Association's Conflict of Interest Policy (Appendix 2.J, see Policy Section 2)
14. Committee members must comply with the Association's Whistleblower Policy (Appendix 2.K, see Section 2)

3.8 Board Committee Structure

1. The Board has the responsibility for appointing and monitoring certain committees and entities. Section 7.1 of our Bylaws mandates the following board-appointed committees:
 - a. Executive Committee
 - b. Ministerial Fellowship Committee
 - i. The MFC has created sub-committees on candidacy that also require board appointments
 - c. Investment Committee of the Unitarian Universalist Common Endowment Fund, LLC (UUCEF LLC) [[Charge to the Investment Committee](#)]

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- 776 i. The Bylaws of the UUCEF LLC specify the qualifications of members of
777 the UUCEF Investment Committee, and further describe the specific
778 responsibilities of the committee.
779
780 ii. The Board of Trustees appoints the members of the UUCEF Investment
781 Committee and has other powers over the UUCEF LLC, as described in
782 the Certificate of Organization, the Operating Agreement, and the Bylaws
783 of the UUCEF LLC.
784
785 d. Religious Education Credentialing Committee [[Charge to the Religious Education](#)
786 [Credentialing Committee](#)]; and
787
788 e. Audit Committee [[Audit Committee Charter](#)]
789
790 2. Additional board-appointed committees were created in response to General Assembly
791 actions:
792
793 a. Open UUA Committee (Rule G-2.1)
794
795 b. Journey Toward Wholeness Transformation Committee (1997 Business
796 Resolution)
797
798 c. Election Campaign Practices Committee (Rule G-9.13.10)
799
800 3. The Board itself has created the following entities:
801
802 a. Appointments Committee [[Charge to the Appointments Committee](#)]
803
804 b. Moderator Nominating Committee
805
806 i. Not later than 26 months before the beginning of a General Assembly at
807 which an election for Moderator will be held, the board shall appoint a
808 Moderator Nominating Committee to assist the board in carrying out its
809 responsibilities under Section 9.5 of the Bylaws and Section 3.6.2.B of
810 these procedures. The committee shall consist of five members, including
811 not more than two trustees.
812
813 c. Committee on Socially Responsible Investing [[Charge to the CSRI](#)]
814
815 d. Retirement Plan Committee [[Charge to the RPC](#)]
816
817 e. Employee Benefits Trust [[Charge to the Health Plan Trustees](#)]
818
819 f. Council on Cross-Cultural Engagement [[Charge to the CCCE](#)]

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- 820
- 821 4. The Board-appointed entities and committees identified in this policy should report to the
- 822 Board no less than once a year. Each report should address the committee's performance
- 823 against the committee charge, and demonstrate compliance with Procedure 3.7.8, which
- 824 requires standards, processes and plans related to antiracism, anti-oppression and multi-
- 825 culturalism. As reflected in policy 2.13 (Support to the Board), the Board will ensure that
- 826 adequate staff support is provided to facilitate compliance with 3.7.8 and Open UUA
- 827 guidelines. The Board shall consider and take appropriate action on committee
- 828 recommendations.
- 829

830 **3.9 Board / General Assembly Relations**

831

832 **Policy:** Pursuant to the Bylaws, the Board shall act for the Association between General

833 Assemblies.

834 **Procedures:**

- 835
- 836
- 837 1. Costs will be prudently incurred. The Board will ensure that its budget is properly
- 838 included in the UUA budget by developing its budget in coordination with the budget
- 839 cycle each year. The Board budget shall include:
- 840
- 841 a. Board training, including attendance at conferences and workshops.
- 842
- 843 b. An annual external financial audit and other third-party monitoring of
- 844 organizational performance.
- 845
- 846 c. Surveys, focus groups, opinion analyses,
- 847
- 848 d. Operating and meeting costs of the Board, Board committees, Board appointed
- 849 committees, and the elected Committees of the Association.
- 850
- 851 2. Only prudently incurred expenses related to volunteer service on behalf of the Board are
- 852 reimbursable from the Association budget. The Board shall comply with all provisions of
- 853 the Association's expense reimbursement policies that are applicable to volunteers who
- 854 serve on committees. The staff may ask the Moderator to review and approve any
- 855 reimbursement request from a Board or committee member. The Audit Committee shall
- 856 designate a committee member to review the Moderator's expense reimbursements at
- 857 least twice a year, to ensure that they are in compliance with the Association's
- 858 reimbursement policies.
- 859
- 860 3. Candidates for President or Moderator who have been duly nominated in accordance with
- 861 Section 9.5 or Section 9.6 of the bylaws shall be entitled to be reimbursed by the
- 862 Association for reasonable expenses for registration, travel, meals and lodging for

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863 attending the General Assemblies held one year prior to the election and in the year of the
864 election, and for regular meetings of the Board of Trustees held during the period
865 between the two General Assemblies, provided they remain candidates as of the time of
866 the General Assembly(ies) and the quarterly meeting(s) for which they seek
867 reimbursement. Each such candidate shall be provided a single booth space in the Exhibit
868 Hall at the General Assemblies held one year prior to the election and in the year of the
869 election. In no case is a candidate eligible for reimbursement for expenses incurred prior
870 to being nominated.

- 871
- 872 4. Candidates for Financial Advisor who have been duly nominated in accordance with
873 Section 9.4 or Section 9.6 of the bylaws shall be entitled to be reimbursed by the
874 Association for reasonable expenses for travel, meals and lodging for attending the
875 regular meetings of the Board of Trustees held in April and June of the year during which
876 the election of a Financial Advisor will be held.

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877

Items for further discussion by the entire Board from the Governance Working Group on Section Three Procedures:

3.1.1 – Last sentence. Should this be deleted or a separate bullet point?

3.1.2 – “and its external relations and partnerships” – delete or keep?

3.1.6 – Chaplains for the Board. Is this something worth continuing, should there be an outside chaplain for concerns about conflicting roles, or should we keep as now?

3.1.12 – Regularly holding meetings in sites other than Boston. Do we a) keep this section as is, b) delete the whole thing, c) change wording so it’s conditional (Consider holding meetings rather than regularly holding meetings), d) delete sections A-D and make it a responsibility of the entire Board, or a combo of both c and d.

3.3.4 – This is the portion that covers having a dissenting opinion vs. speaking with one voice. This came up for discussion at our Policy Governance training on October 1st – it seems like we need to have more discussion on whether or not to revise this.

3.3.9 – Should we enumerate what “properly prepared” actually means? If so, what does that actually mean?

3.3.12 – Should this be kept, or should the time limit (by January) be deleted, as ARAOMC trainings don’t always happen after GA? Is there a list of trainings that do focus on systems theory component of ARAOMC work? Should it be something like “a training approved by the inclusion working group”?

3.5.6 – Should “generative work” be added to the list?

3.6 – Policy needs revision to include financial secretary. Recommended language: “The General Assembly elects the Moderator (CGO) and Financial Advisor. The Board elects the Financial Secretary, Vice Moderator, and the Secretary. The Board also appoints the Recording Secretary and the Treasurer of the UUA.”

3.6.1 – This is an actual policy, not a procedure. It should either be moved to “Policy” or this entire policy should be deleted/revise and included as a procedure instead. Either way it needs to be revised to take out gendered pronouns and make it plural, and it needs to have the most recent job description (passed June 2015.) The most recent job description follows:

The Youth Observers bring a youth voice to the Unitarian Universalist Association Board of Trustees. The Youth Observers are charged with:

- Participating in the business of the association as full board members, and bearing the same responsibilities and accountabilities as defined for trustees, excluding matters of voting.
- Attending four in person board meetings per year, including General Assembly, and participating in monthly board meetings via the internet, as well as working group assignments;
- Keeping abreast of board issues that affect Unitarian Universalist youth; and
- Remaining active and in good standing with a UU congregation.

3.6.2.b – We should revisit this process for the Moderator Nominating Committee and confirm this is the process that should be used again.

3.6.2.h – Is a definition of special circumstances needed?

Tim's Recommended Changes to Policies and Procedures 3.6 and 3.6.1

Policy 3.6 should read:

"The General Assembly elects the Moderator (CGO) and Financial Advisor. The Board elects the Financial Secretary, Vice Moderator, and the Secretary. The Board also appoints the Youth Observer(s), Recording Secretary, and the Treasurer of the UUA."

Policy 3.6.1 should be deleted.

Procedure 3.6.1 should read:

The Youth Observers **represent youth voices to the** Unitarian Universalist Association Board of Trustees. The Youth Observers are charged with:

- Participating in the business of the association as full board members, and bearing the same responsibilities and accountabilities as defined for trustees, excluding matters of voting.
- Attending four in person board meetings per year, including General Assembly, and participating in monthly board meetings via the internet, as well as working group assignments;
- Keeping abreast of board issues that affect Unitarian Universalist youth; and
- Remaining active and in good standing with a UU congregation.

Procedure 3.6.10 should be added and read:

10. The process for appointment of the Youth Observer(s) shall be:

- a. The Office of Youth and Young Adults will run an election for the youth observer(s) and will recommend appointment(s) to the Board.
- b. The Board will discuss in Executive Session, and votes to affirm or reject the nominee(s.)

Charge to the Linkage Working Group

The Board of Trustees governs on behalf of and is accountable to our Sources of Authority and Accountability ("Sources"), which we have defined as:

1. Our member congregations
2. Current and future generations of Unitarian Universalists
3. The heritage, traditions, and ideals of Unitarian Universalism
4. The vision of Beloved Community
5. The Spirit of life, love, and the holy

To govern accountably on their behalf, the Board must maintain meaningful connections, or Linkage, with these Sources, including constructive dialogues concerning the Sources' values and the Unitarian Universalist Association's (UUA) Ends. The focus of linkage is not "telling" or "reporting" but rather "listening" to the Sources' perspectives regarding their needs and what benefits the UUA should produce. Completion of the linkage loop requires us to let the Sources know what has been achieved on their behalf, i.e., to be accountable.

The Board's Linkage Working Group therefore is charged to create and maintain a system that insures the UUA's Ends reflect the Sources' values and desired outcomes. The system must include

1. representational linkage with our Sources, including methodology for linking with each Source;
2. the necessary training and tools to Trustees to enable them to achieve meaningful linkage with our Sources;
3. analysis of feedback from the linkage work with recommendations for appropriate follow-up action; and
4. Board accountability for achieving meaningful linkage and acting on the results.



UNITARIAN
UNIVERSALIST
ASSOCIATION

Listening to Leadership: Affirming Youth Voices

UUA Board Linkage GA 2015



Listening to Leadership: Affirming Youth Voices

- GA 2015 Workshop Description:
 - UUA Board Trustees will listen to our youth talk together about what's compelling for the future of Unitarian Universalism and their engagement in our movement. Youth and recently bridged young adults most welcome as participants; others most welcome as observers of the powerful governance process known as linkage.
- Workshop Designers and Participants
 - Bart Frost – UUA Staff
 - Benji Janapol – Board of Trustees Youth Observer
 - Jim Key - Moderator
 - Kara Marler – Youth Caucus Dean
 - Laura Park – Unity Consulting
 - Christina Rivera - Trustee
 - Leslie Takahashi - Minister
 - Susan Weaver – Trustee



Shared Vision of the Association

- Global End
A healthy Unitarian Universalist community that is alive with transforming power, moving our communities and the world toward more love, justice, and peace in a manner which assures institutional sustainability.
 - 1.2 Congregations and communities are better able to achieve their missions and to spread awareness of Unitarian Universalist ideals and principles through their participation in covenanted networks of Unitarian Universalist congregations and communities.
 - 1.3 Congregations and communities are intentionally inclusive, multigenerational and multicultural.
 - 1.4 Congregations and communities engage in partnerships to counter systems of power, privilege and oppression.
 - 1.5 Congregations and communities have and use Unitarian Universalist Association resources to deepen the spiritual and religious exploration by people in their communities, to enhance the ministry of their members and to improve their



The Conversations

- Three Rounds of Conversations:
 - Pair
 - Different pair
 - Group
- “Tell me a story about a transforming experience while engaged with or participating in Unitarian Universalism and its communities.”
- If you’re an adult partnered with a youth, ask your youth partner to tell their story.
- Participants asked to Tweet #uutransform



Look to the Future

- “Imagine a UU community in the future where we’ve built on the strengths of your stories. Imagine a UU community of the future that saves and transforms lives.”
- Create a word cloud on flip chart paper with words and short phrases that describe that community and its impact.
- Participants asked to Tweet #uufutureimpact



Word Cloud Results: Tweets

- Building the future for youth is based on open arms, with opportunities to impact the world and you community.
- Building youth groups of the future includes gender fluidity, new and deepening friendship, love everywhere
- Youth envision a world of environmental empathy
- Youth envision unconditional acceptance, stretching away from comfort zones, helping each other, camaraderie, peace
- There's nothing like a UU church to be able to express your uniqueness
- Youth envision world of more love, freedom of expression, active communication, covenant, respect, willing to forgive, earn trust
- Hearing others and feeling heard



Word Cloud Results: Raw Data

- accepting
- accepting
- accepting community
- active
- Bridging
- comfort
- community connections
- confidence
- connecting
- Cooperative
- Diverse
- diversity
- Empowering Leaders
- Empowerment
- feeling heard
- free thinking
- freedom
- friendship
- friendship
- fun
- gender fluidity
- hearing others
- inspiring
- leadership
- learning
- learning
- learning with/from others
- LGBTQ Pride
- listening to share experiences and different perspectives
- Making bridging a smoother transition
- Many More UUs
- Meaningful
- More!
- Multi-congregational
- multi-generational
- multi-generational
- music
- national linkage
- Open
- open arms
- opportunities to impact the world and your community
- Opportunity
- RE Program would teach bible stories
- Relationships
- respect
- search for truth and meaning
- service
- Spiritual
- Spiritual
- support
- support marginalized identities
- supportive
- the UU factor
- transformative
- unconditional love
- unique
- welcoming
- welcoming visuals: chalice, rainbow flag, gardens, building, nature, sanctuary



Word Cloud Results: Themes

- Accepting
- Learning opportunities
- Support (identities and atmosphere)
- Connection
- Equipping leaders and sending them into the world. How valuable leadership development training was and how important it was to them. (Reflection of audience or does that training get them involved?)
- Being empowered, coming to GA, being further empowered. Didn't even know all that it was possible for youth to do. Youth are responsive to opportunities once they know about them



Reflection

- What does this say about how the board engages with youth?
 - Youth want to be empowered, and they want to ask questions, hear stories of leadership.
 - Youth are hungering for discussion. Making more time and space for Q&A, like with Cornel West, giving them access to the board is what's needed.
 - Do we need a different workshop that does that, in addition to a more active listening workshop? Work with the Deans to give them time to choose what questions they want answered. Have board members at a youth caucus session, if they wanted it.
 - The word “bridging” popped up. The youth were seeing UUism as more than just a single time period. Connection to UUism in a long-term way to their lives. What can the UUA do to keep that long-term connection realistic for youth? How can they still see that comfort and acceptance long-term?

COA Budget FY 2016 This One.xlsx

Meetings	Category	Cost	Sub Total
Boston	Air (5 @ \$400)	2,000	
	Hotel	4,000	
	Meals	1,260	
	Transfers	300	
Subtotal			7,560
The Mountain	Air (3 @ \$400)	1,200	
	Mileage (3 @ 300 miles)	540	
	Lodging and meals	3,000	
	Transfer	300	
Subtotal			5,040
Charlotte or Raleigh NC	Air (3 @ \$400)	1,200	
	Mileage (3 @ 300 miles)	540	
	Lodging and meals	3,188	
	Transfers	300	
Subtotal			5,228
Pre or Post GA Meeting	Lodging (2 nights @ \$106 x 6)	1,272	
	Meals(2 days @ \$56 x 6)	672	
Subtotal			1,944
GA Meeting	Registration (6 @\$350)	2,100	
	Air (6 @ \$340)	2,040	
	Lodging (4 nights \$106 x 6)	2,544	
	Meals (4 days \$56 x 6)	1,344	
	Transfers	300	
Subtotal			8,328
Consultant Expenses		1,000	
Books and Study Materials		500	
Subtotal			1,500
Outlying Expense	Nana's Airfare to GA June 2015	956	956
Subtotal			
Total		30,556	
Already Approved		19,000	
Total Request		11,556	

Narrative for COA Proposed Budget FY16

Figures for per diem costs are for the most part based on GSA government figures or UUA figures (the latter especially for Boston costs.)

Figures for airfare and hotel costs outside of Boston and The Mountain are based for the most part on Kiplinger's list of the 10 cheapest cities in America.

Travel costs are minimized by meeting in North Carolina twice, where three of the COA members live and can drive. One member lives in Boston, reducing the cost of the Boston meeting.

Meeting on-site in Columbus, Ohio for the fourth meeting is another way to reduce costs.

The need for three full face-to-face meetings is deemed extremely important, especially given the turnover in the commission membership and the need to stabilize the team to proceed in alignment with its goals and the boards ends.

The fourth meeting, held prior to GA, will necessarily be abbreviated given the GA obligations of the COA members. This serves to reduce costs because of the location and the brevity of the meeting itself.

Subject: Request to amend COA FY2016 Budget Request

Date: Sunday, October 11, 2015 at 6:10:23 PM Eastern Daylight Time

From: Kathleen Henry

To: jckey@icloud.com

CC: Stephanie Carey Maron, Peter Kandis, Xolani Kacela, Nathan Hollister, Brian Chenoweth

Dear Jim,

The Commission on Appraisal realizes it is looking at a truncated year ahead of us and that the budget proposal we have submitted to the Board for approval was generated with a twelve month rationale. We cannot accomplish the number of meetings we wanted to in the months remaining. We therefore request that \$5,000 be deducted from our budgetary request which the Board will review next week.

We eagerly await the Board's approval of our newest member.

Sincerely,

Kathleen Henry

On behalf of

Commission on Appraisal

Re-Imagining Governance Working Group
October 17, 2015
Proposal for Reimagining Governance

A. Background.

Over the past two years, the Reimagining Governance Group has had several Board and linkage conversation on ways to transform the Association's governance process and General Assembly. Our task is informed by the [2010 Motion on Transforming Governance](#), more recent Board statements and Board and linkage conversations.

1. Board Statements. The UUA Board in April 2014 accepted a "set of principles and areas of agreement" during its "Strengthening GA" discussion, which reflected "areas of broad agreement based on what we have heard through a variety of linkage sources." :

- *We want a process and gathering for Unitarian Universalism that is more inclusive and less privileged than what we experience at General Assembly today.*
- *We are committed to making the changes needed to assure that the cost of participation is not an obstacle to inclusion. We believe that it is the work of both the congregations and the UUA together to find the funds to make this happen.*
- *We want delegates to be informed, accountable, and prepared both intellectually and spiritually.*
- *We know that delegates will need support in this work.*
- *We envision a gathering where congregations discuss, discern, and articulate the theological and cultural direction for Unitarian Universalism.*
- *We also need ways for congregations to provide or governance direction to the UUA. This may or may not be accomplished through large physical gatherings of Unitarian Universalists.*
- *The current forms and practice of governance at General Assembly are not welcoming and inclusive to all, and it is important that we make changes to address this.*

- *We envision a model where we leverage 21st technology to enable broad based participation in the work of our Association.*
- *We recognize that many opportunities for learning and leadership development happen at GA. We believe that these experiences are important, and we are open to new ways for these services to be delivered.*
- *We are willing to give up our privilege to enable the gathering(s) that fulfill these principles.*
- *The Board is prepared to change our bylaws, our processes, and our customs as needed to fulfill this vision.*

2.Board and Linkage Conversations. Since that time, we have had continuing Board and linkage discussions regarding the transformation of governance and our General Assembly. The most important learnings will be cited in this proposal. The following is a reference guide to summaries of those conversations.

1. [GA 2014 Workshop and Fall 2014 Survey Re: Draft Values and Principles](#)
2. [October 2014 Board Discussion](#)
3. [November-December 2015 Re-Imagining Governance Survey](#)
4. [November-December 2015 Re-Imagining Governance Congregational Dialogues](#)
5. [Engaging Congregations Discussions](#)
6. GA 2015 Workshop

B. Discussion Items and Proposal

We are not proposing bylaw changes in 2016. That does not mean we are simply resting from changing them for more effective and meaningful governance. Such revision is related to issues yet under review or which the Board has discussed reviewing—our Committee structures, our CSW process, our Article II process. Other issues intertwined with those is the overall extent of detailed processes enshrined in the bylaws, our understanding of the purposes of General Assembly, questions of the role of covenanting communities in our governance, the manner in which we now engage delegates in our governance process--and the ways future generations will want to engage.

But change can begin now. Beyond continuing the Bylaws discussion, we do propose the Board prepare for General Assembly 2016 as a time of experimentation with some of our General Session processes, and that the Board continue to discern the larger issues of transformation needed, while keeping our discussions focused on specific sections of our Bylaws.

1. The Larger Question--The Powers and Duties of General Assemblies--UUA Bylaw C-42

Gil Rendle, in his monograph, [*Waiting for God's New Thing: Spirit and Organizational Leadership in the In-Between Time*](#), cautions us to be aware of what transformation really is. He notes how easy it is, in times of deep change, to believe one is creating something new when one is simply going after the low-hanging fruit.

UUA Bylaw C-4.2 states *"General Assemblies shall make overall policy for carrying out the purposes of the Association and shall direct and control its affairs."*

Does Bylaw C-4.2 continue to accurately and fully describe the purposes of our General Assemblies, as envisioned in our Board statements and linkage discussions? The answer may very well be a resounding yes, but consider:

- In our 2015 survey, a large number of those responding felt that essential or very important to more effective governance was that *"Delegates (and through them their congregations) have deeper connections to the larger UU movement."* There was also great interest in *"Increas[ing] training, preparation and accountability for delegates."* However, there was markedly less interest in actually *requiring* specific commitments to greater accountability (such as a multi-year commitment from delegates). And in other linkage, the suggestion that greater "accountability" could be achieved has been met with some skepticism--at least, *not without greater engagement on issues that matter to congregations*. If we do not impose additional accreditation requirements on delegates, could we create greater engagement by delegates by re-framing the duties of General Assemblies?
- The most recent linkage focused on how to improve relationship and engagement of congregations with delegates and General Assembly, and delegates with congregations and the issues before General Assembly. One question asked how gatherings "might be more about shared experiences and discussion that *inform who we are in the world, to help us discern our primary and achievable goals as an association.*"
- The Board report at GA 2015 stated "we envision a governance process that is more engaging, fun and meaningful" and "an agenda that is dominated by issues that *really matter to the future of our faith and our Association.*"
- Is there a way, as an association of congregations, to discern our primary and achievable goals and still respect our congregational polity?
- Does Bylaw C-4.2 lack language of covenant or relationship, or lack definition of the role of delegates in General Assembly? Should it suggest the role of discernment and discussion by delegates is important? Or is all of that language best left out of Bylaw C-4.2? In "reimagining governance," are we only talking about our practices--but not the not powers or duties of General Assemblies?

The implication of re-framing our purpose would be a deeper engagement with delegates. Dialogue would not simply be through Responsive Resolutions or voting in General Sessions, however important they are in our democratic process. There would be a greater responsibility on the Board for preparing materials and holding discussions in a way that educates delegates and learns from them, invites voices and respects and welcomes our diversity.

Consider the *tone* of the United Church of Christ in stating the purpose of its General Synod-- inviting discussion and reminding of covenant:

The General Synod *deliberates, discerns, and identifies* the mission of the wider church of the United Church of Christ in God's world and receives and *offers suggestions, invitations, challenges, and assistance in covenant* with Local Churches, Conferences, and other settings as they engage in mission together. (italics added) (Article IX, sec. 53 of the UCC Constitution)

As we have discussions of what covenanting, rather than membership, means in our congregations and Association, we should include what it means in governance.

2. Remove Financial Barriers to Inclusion and Encourage Participation by a More Diverse Group of Delegates. The **two greatest concerns** that we have heard in our 2015 linkage survey and dialogues with congregations were (1) the need to reduce economic barriers to participation and (2) the need to increase participation by young adults, lower income people, and people of color.

- In the 2015 survey of 900 Unitarian Universalists, the following characteristics were found most essential to a more effective, democratic and inclusive General Assembly and UUA governance.:
 - 1. Economic barriers to participation are reduced
 - 2. There is increased participation by young adults, lower income people, people of color and others whose inclusion supports our progressive future.
- In the 2015 Congregational Dialogues, the highest priority for effective governance was increased participation by young adults, lower income people, people of color & others whose inclusion represents our progressive future.

The Board, to support bringing a more diverse delegate body to GA,, can :

Support the pilot scholarship program for GA 2016. A special collection at GA 2015 raised \$18,860 for a pilot scholarship program proposed Key. The goal of

the program is to encourage traditionally under-represented constituencies to serve as congregational delegates. Features of the scholarship program will include:

- Scholarship funds will be available for youth, young adults, people of color, lower income people and others who represent historically underrepresented constituencies, including those who otherwise would not be able to attend General Assembly.
- Applications for the program will be available beginning in March, just as other current GA scholarship programs are.
- Available scholarships will be granted in the order of applications received.
- Whether an applicant meets eligibility criteria will simply be certified on the application form by a minister or Board president serving the congregation the delegate represents.
- The minister or Board president must also certify that the congregation is also providing some financial assistance to the delegate to attend GA as a delegate. For this pilot program, we will not set a minimum amount of assistance. However, we should consider a requirement that congregations are not *decreasing* their average financial assistance due to the availability of scholarship funds.

These funds should not only cover registration fees but some travel costs as well. In our January meeting we should have more detail of the number of likely scholarships available in this pilot year.

- The Board needs to ensure congregations know the scholarship funds are available. The Reimagining Governance and Communications WG should ensure the availability of these funds is known to ministers and lay leaders of congregations, and encourage applications. This outreach should begin well before March.
- All scholarship recipients will be asked, as part of the evaluation of the program, to confirm that they were provided some financial assistance by their congregations.
- A suggested benchmark for success is a 10% increase in the average delegate attendance due to the availability of scholarships. Given the uncertainty on the number of scholarships that may be funded this year, a different benchmark may be that at 80% of scholarship funds are used by eligible delegates.
- If benchmarks of success are reached in 2016, the Board in October 2016 should consider amending its procedures to include scholarship funding as appropriately included in its governance budget.

Motion: The Reimagining Governance Working Group and Communications Working Group shall ensure that the Pilot GA 2016 Scholarship Program is well-defined and that the availability of and eligibility for funds is communicated to ministers and lay leaders of congregations, and to congregations through all available Board communications channels. The Linkage Working Group shall design pre-GA webinars to support scholarship recipients and post-GA materials for evaluation of the program's success.

2. Create a More Meaningful Agenda in General Sessions.

In the 2015 linkage, we learned that priorities for effective governance also included (1) more opportunities for learning and facilitated conversation in General Sessions, (2) better preparation of delegates to enrich discussion and decision-making, (3) General Assemblies with alternative focus—i.e., one year governance, one year social justice. Several steps could be taken to create a more engaging agenda that addresses these concerns:

a. Fewer Reports in General Assembly; Receipt of Reports Electronically.

Reporting to delegates takes up a substantial portion of General Session time. Many reports are required in our Bylaws to be placed on the Tentative Agenda and submitted to the General Assembly, including reports from the Commission on Appraisal (Sec. 5.9), the Commission on Social Witness (Rule G-4.12.1) the Board of Trustees (Sec. 6.15), the Moderator, President, Financial Advisor and Treasurer (Sec.8.19), and UUA Administration (Rule G-4.12.3). Also, Responsive Resolutions are permitted in response to a substantive portion of a report by an officer or committee reporting to a General Assembly.

Certainly delegates need information on the affairs of the Association; it is part of transparency and required for informed decision-making and an effective democratic process. The Board should consider if it adequately takes advantage of other means (video or other electronic submissions) to provide reports to delegates at General Assembly that provide accessibility and greater flexibility with General Sessions time.

Reports *not* required by the bylaws also take significant time of the agenda. Many reports increase delegates' understanding of the mission and success of committees, programs, related institutions and associate members.

Decisions on use of time in the General Sessions is a Board role that falls largely on the Moderator. The Board needs to weigh the value of the information received in General Sessions against the need for other learning and facilitated conversation.

Motion: That the following Procedure 3.1.L be added to the UUA Board Procedural Document:

"The CGO, as representative of the Board in planning the General Session schedule of the General Assemblies, shall strive to provide opportunities for delegates to (1) be informed of the affairs of the Association and (2) discuss matters of importance that assist them in carrying out their duties."

b. Create a More Inclusive and Richer Discussion. Our linkage discussions have confirmed that we do not meaningfully engage delegates and that our processes, which frustrate that engagement, are not welcoming and inclusive.

i. Consider revision of the unincorporated amendments process in General Sessions. The majority of the Working Group are concerned that consideration of unincorporated amendments in General Sessions does not strengthen our democratic process and takes considerable time in General Sessions. The Board should consider whether it wants to modify procedural rules in 2016 regarding this process. One suggestion (short of eliminating the discussion of unincorporated amendments in General Sessions) is to encourage attendance and dialogue in the mini-Assemblies by only bringing to the General Sessions those unincorporated amendments that receive support of more than 50% of delegates in mini-Assemblies

Amending the procedural rules will not affect the AIW process with respect to unincorporated amendments, which is provided for in Bylaw 4.16(5).

The procedural rules could also be amended to provide that time at the procedural mic is not counted against time for debate. This would actually increase General Session time but would ensure adequate debate time for substantive issues.

ii. Create longer mini-Assembly sessions, that allows for more in-depth learning and discussion in a less structured process. We are planning at GA 2016 to schedule mini-Assemblies in the last program slot of the day, so that if time is needed to extend discussion, there is an opportunity to do so. We also are reviewing education and trainings for moderators of all mini-Assemblies to ensure the process allows for full discussion of proposed amendments.

iii. Create break-out sessions for delegates on issues important to congregations and the future of the Association. We envision smaller facilitated discussions of 50-100 delegates. Facilitation guides could be provided in advance with the intent of providing information and asking questions that promote learning from delegates' ideas, experiences and opinions. Issues could be broad ("role of prophetic voice in liberal religion") or could address specific challenges to congregations and the Association ("challenges of sustaining ministry"). Results could be reported back to the General Assembly and to congregations. For the Board, it would be a form of linkage and communication. Such discussions might also inform Article II and Ends reviews. It would be the responsibility of the Board to prepare delegates for such discussions, and ensure the process is inclusive and welcoming.

One possible topic for GA 2016 is "From Membership to Covenanting", drawing on the Moderator and Board discussions of moving from a notion of membership in the Association to one of mutual covenanting. Would this approach energize our movement?

iv. Propose Bylaw Amendments, Rule Changes or Business Resolutions Every Other Year. In our linkage discussions, there was interest in alternating the themes of our General Assemblies—Justice GA , Governance GA. The Board could adopt a procedural rule to, as a general practice, introduce bylaw amendments every other year. Before considering whether such a procedural rule is really in the best interests of the Association, we suggest the Board this year exercise some self-discipline to keep the agenda as uncrowded as possible to allow for other discussions and focus.

Rule Changes Approved By Ministerial Fellowship Committee October 4, 2015

I. Proposed Rule Changes. The MFC asked the Board to provide proposed language that would allow more than one representative or victim to meet with the MFC Executive Committee if a case warranted it. The Congregational Boundaries Group, on behalf of the Board, proposed the following amendment to Rules 16B and 21 (proposed language in **RED**). Process Working Group revisions/additions are in **GREEN**).

Under Section 11.2 of the Bylaws, the MFC Rules are subject to approval of the Board of Trustees and so are on the Consent Agenda.

16B. PROCEDURES FOR REMOVING MINISTERS FROM PRELIMINARY FELLOWSHIP

When warranted the staff of Ministries and Faith Development Staff Group may handle situations that arise concerning a minister's performance.

If the Executive Committee deems that evidence warrants a review of the minister's Preliminary Fellowship, it will ask the minister to meet with the Executive Committee for a Fellowship Review at the next most convenient meeting. The Executive Committee shall give the minister a minimum of 30 days notice. The minister may submit any relevant material prior to the Executive Committee's decision. The minister must be accompanied by a Good Offices person of the UUMA, who must be a minister in Final Fellowship. Expenses for both ministers' travel will be borne by the MFC. The Executive Committee shall also invite the **complainant-person** ~~filing the complaint to consider meeting~~ **meet privately personally** with the Executive Committee, accompanied by an advocate designated by the Office of Ethics and Safety. The option to appear before the committee shall be in person or by secured teleconference software. The choice between such methods of appearance shall be ~~in-at~~ **at** the discretion of the invitee. All expenses involved in the travel and appearance of the **complainant-person** ~~filing the complaint~~, or ~~an~~ individual representatives of classes of **complainants victims**, will be borne by the Committee. **The Executive Committee may invite additional representatives or complainants alleged-victims to meet privately personally meet with it, accompanied**

by an advocate designated by the Office of Ethics and Safety, if (1) the Executive Committee deems such meeting essential to fully understand the nature of the complaint and ensure its appropriate resolution, and (2) the Moderator of the Board of Trustees approves its payment of expenses involved in the travel and appearance of such person(s).

Following the Fellowship Review with the Executive Committee, the minister will be informed of the decision of the Executive Committee as to whether the minister will be continued in Preliminary Fellowship and/or any contingencies that have been voted before the minister can continue in Fellowship.

A recommendation by the Executive Committee to terminate a minister's preliminary fellowship will be referred to the full Committee for a vote.

If the Executive Committee established contingencies or ~~makes~~ made requests of the minister, the minister's failure to satisfactorily fulfill the contingencies and/or requests shall constitute grounds for termination of Preliminary Fellowship.

21. PROCEDURES FOR REVIEW OF FINAL FELLOWSHIP

The Committee may call for a Fellowship Review on its own motion or upon the receipt of a complaint regarding a minister's conduct or competence. Action may be taken by the Ministerial Fellowship Committee regarding a minister's Final Fellowship status for unbecoming conduct, incompetence or other specified cause after notice and opportunity for a Fellowship Review before the Committee.

A. The MFC shall give the minister notice and an opportunity to be heard before the MFC. The minister may submit any relevant material to the Committee and will be given copies of any documents upon which the Committee may rely. The minister will be invited to meet with the Executive Committee of the MFC and is expected to be accompanied by a UUMA Good Offices person in Final Fellowship. The Executive Committee ~~may~~ shall also invite the ~~complainant person filing the complaint to consider meeting~~ ~~meet privately~~ personally with the Executive Committee, accompanied by an advocate designated by the Office of Ethics and Safety. The option to appear before the committee shall be in person or by secured teleconference software. The choice between such methods of appearance shall be ~~in~~ at the discretion of the

invitee. The Executive Committee may determine that no further action is warranted, may propose to the full Committee a mutually agreed upon course of redress, or may determine that further investigation and a full Committee Fellowship Review is warranted.

B. If a full Committee Fellowship Review is called for, the Executive Committee will assign an investigative team from outside the Ministerial Fellowship Committee's membership, to be in contact with complainants and other individuals the team deems relevant. Information gathered by the investigative team will be shared with the Committee and with the minister.

C. A written notice shall be sent to the minister outlining the reasons for the Fellowship Review, all information gathered from the investigation that will be considered at the Fellowship Review, the date and location of the Fellowship Review, and the procedures which will be followed. Such notification shall be postmarked not less than one month prior to the scheduled date of the Review.

D. All expenses involved in the travel and appearance of the minister and the minister's Good Offices person will be borne by the Committee. All expenses involved in the travel and appearance of the **complainant** ~~person filing the complaint~~, or ~~an~~ individual representatives of classes of **complainants** ~~victims~~, will be borne by the Committee. **The Executive Committee may invite additional representatives or complainants alleged victims to personally meet privately with it, accompanied by an advocate designated by the Office of Ethics and Safety, if (1) the Executive Committee deems such meeting essential to fully understand the nature of the complaint and ensure its appropriate resolution, and (2) the Moderator of the Board of Trustees approves its payment of expenses involved in the travel and appearance of such person(s).**

E. A written response to the contents of the investigation including the name of the minister's Good Offices person and any additional material the minister intends to submit for consideration is required within 14 days of receipt of the notice referred to in 21C. If a minister fails to appear at a Fellowship review, the Review will proceed in the minister's absence.

F. In the event that criminal charges are pending against the minister, the Executive Committee may suspend all or part of the investigation until the conclusion of the criminal adjudication. A court

transcript/record may be used in lieu of or in addition to an investigative committee report. Ministers should cooperate with the MFC in providing access to any transcript or record. A termination of Final Fellowship may be based in whole or in part on the court transcript/record without any further evidence.

G. Upon recommendation of the Executive Secretary, the Executive Committee may administratively suspend a minister's fellowship until, and while, a minister's status is being reviewed by the MFC. A minister will be expected to abide by any such suspension and any other conditions or requirements imposed by the MFC during any investigation or deliberation by the Committee.