

***Governance  
Manual***

*of*

***The First Unitarian Church  
of Pittsburgh***

Approved by the Board of Trustees,  
September 21, 2022

## Mission Statement

The mission of the First Unitarian Church of Pittsburgh is to

- Connect** deeply in community
- Inspire** reverence and spiritual growth
- Serve** one another and the world
- Learn** together

We **connect** deeply in community by purposefully and regularly

- Engaging with each other through challenging conversation
- Opening our doors and our minds to people with diverse viewpoints
- Sharing our activities with each other and with the local community

We **inspire** reverence and spiritual growth by consciously

- Bridging differences in theological perspective, cultural or racial background, age or state in life, and ability in our worship services
- Providing church members and friends opportunities to participate in worship
- Weaving together multiple modes of communication through the use of a multi-sensory approach to worship

We **serve** each other, our local community, and the world by religiously

- Providing support to those experiencing hardship or distress
- Working for social justice by standing on the side of love
- Being active stewards of our environment

We pursue lifelong **learning** together by actively

- Providing thought-provoking learning experiences for all ages
- Encouraging respectful exploration and discussion of multi-faceted issues.

## Vision Statement

The First Unitarian Church of Pittsburgh aspires to

- *Build community:* Strengthen and broaden our local Unitarian Universalist community.
- *Nurture souls:* Offer diversity in worship and religious education opportunities.
- *Cultivate justice:* Expand our collective, visible, effective acts on social justice issues.

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## **Preface**

The First Unitarian Church of Pittsburgh is governed by our Bylaws and by a system of governance that promotes shared leadership among the congregation, their elected Board of Trustees (the Board), and the Minister.

The Board defines the long-term vision and strategic goals for the congregation, guided by the aspirations in our Unitarian Universalist principles. The Board delegates responsibility for implementing these goals to the Minister, who oversees the tasks of ministry teams and church staff. The Board provides guidance and limitations on the church's operations through governance policies. Regular monitoring and evaluation of progress on the achievement of ministry goals and governance success is critical to maintaining an effective governance system and a vibrant Unitarian Universalist congregation.

There are no approved policies unless they are found in this document, except for separate policies that exist for personnel, finances, and for the safety of the church building and congregants. Separate procedural documents cover finances and Board processes, as established by the Board, and ministry/mission procedures, as approved by the Minister.

## Definitions

Resources	Human, physical, and financial resources.
Minister	A person who has been called to serve as Minister of the congregation.
Ministry Teams	The ministry teams include all church staff and volunteers who perform the ministerial, administrative, and operational functions of the church. The Minister oversees and organizes the ministry teams.
The Board	The Board of Trustees of First Unitarian Church of Pittsburgh, unless otherwise noted.
Board Committees	The committees, standing and <i>ad hoc</i> , that help the Board carry out its responsibilities.
Governance	The policies established by the Board and implemented by the Minister and congregation in the operation of the church.

## **Goal 1: Pathways to Community**

The First Unitarian Church of Pittsburgh exists so that people who share Unitarian Universalist values can gather in a religious community for spiritual and intellectual growth and social transformation, with resources adequate to realize this aspiration.

### ***Stewardship***

We collaborate to provide appropriate resources to carry out the church's vision and mission. We have shared ownership in the governance and functioning of the church.

### ***Caring Community***

We welcome, nurture, and support our members, friends, visitors, and their families.

- We deepen connections by joining together in times of celebration and fellowship.
- We offer support and care during challenging life experiences.
- We welcome visitors warmly and personally.
- Mindful of the harm resulting from racist, homophobic, and other oppressive expressions, attitudes, and behavior, we work to remove these from our community. Any such occurrences are addressed and appropriately corrected.

### ***Worship and Inspiration***

We participate in inclusive, reflective, and meaningful worship services.

- We create a safe, accessible, and comfortable environment to explore, develop, and express our spiritual and religious identities.
- We welcome people of all ages and stages of life, theological perspectives, and cultural or racial backgrounds. This is an integral part of our worship.
- We participate in a variety of spiritual and thought-provoking experiences through spoken and written word, music, and the visual and performing arts.

### ***Social Responsibility***

We encourage one another to be aware of, support, and engage in social justice, social service, non-violent conflict resolution, and environmental sustainability actions, both within our church and in the wider community.

### ***Lifespan Faith Development***

We encourage one another to participate in lifespan faith development in an environment that encourages open and respectful discussion in a free and responsible search for truth and meaning. We grow spiritually, ethically, and intellectually by

- Exploring the theology, history, traditions, and values of Unitarian Universalism and other world religious traditions;

- Studying contemporary and historical issues of personal, ethical, social, and political significance.

### ***The Unitarian Universalist Community***

We strengthen Unitarian Universalism regionally, nationally, and internationally by participating in regional, national, and *international* Unitarian Universalist activities and by providing grounding, leadership, and support.

## **Section 2: Minister and Staff Direction**

The Board writes policies that articulate the mission and vision of the congregation. The mission, vision, and policies will guide the Minister and staff as they are delegated the authority and responsibility to establish procedures, make decisions and take actions, except those powers reserved to the Board or the congregation, as outlined below.

The Board delegates authority to manage the work and resources of the church, except as expressly limited by these policies, to the Minister as Head of Staff.

The Minister is responsible for leading the congregation's furtherance of its ministry, as articulated in our mission and vision statements, acting within the policies established by the Board and in accordance with the Ministerial Agreement.

Ministry teams work with the Minister and program staff to organize the work of the congregation to further the mission and ministry of the congregation.

As Head of Staff, the Minister is responsible for

- Maintaining a productive and effective staff team,
- Ensuring that staff efforts are directed toward fulfilling the congregation's Mission and Vision, and
- Ensuring staff compliance with all Board policies.

To that end, the Minister

- Sets goals, provides instruction, and conducts performance reviews of the staff
- Maintains a personnel manual and ensures that it is available to all staff
- Takes the lead in the selection, hiring, supervision, and discharge of all paid staff.

Prior to discharging a paid staff member, the Minister must ensure that the decision complies with applicable laws, Board policies, contracts, and the personnel manual. The Minister will consult with the Board regarding funding for a staff position or termination of an employee. The Minister must promptly notify the Board when an employee has been terminated or has resigned.

The Minister and staff will not cause or allow conditions, procedures, activities, or decisions that are unfair, unsafe, unprofessional, or disrespectful in treatment of staff, whether paid or volunteer. The Minister attempts to resolve conflicts between staff internally, when possible, and with external assistance when necessary.

The Minister is responsible for maintaining, enhancing, and protecting the public face of the congregation through its website, newsletter, social media, and other communications on behalf of the church.

Public statements, by either paid or volunteer staff in their designated role, about the official position of the congregation or Board on social, political, or congregational issues will be limited to what the congregation or Board has formally and explicitly adopted, except those of the Minister as noted below.

Nothing in this policy will be construed to infringe upon the fundamental principle of freedom of the pulpit. The Minister is free to offer public statements as the minister of, and/or speaking for, this Church. Such statements should be held within the covenantal relationship with this Church and based upon Unitarian Universalist beliefs, values and Principles. Public advocacy and activity shall be reported to the Board as part of the monthly report, or in a timelier manner if needed. When the congregation has issued an official position, all effort will be made to amplify the congregation's voice.

### ***Planning, Budgeting, Operations, and Asset Protection***

The Minister and staff will support the financial integrity and nonprofit status of the First Unitarian Church of Pittsburgh by

- Collaborating with the Treasurer in the development of the annual budget;
- Informing the Board in a timely manner of proposed changes in church ministry and operations that could result in material deviation from the current approved budget
- Working with the Board to assure that the assets of the First Unitarian Church are properly maintained and protected from unnecessary risk.

The Minister is delegated to manage all church fundraising activities (other than for the Operating Budget, Capital Campaign, and Planned Giving) to ensure that

- These fundraising activities are consistent with the church's policies,
- To the extent possible, church members and friends do not feel overwhelmed with what they may perceive as too many fundraising requests at once, and
- To the extent possible, church members and friends feel reassured that they need not contribute to every giving opportunity.

### ***Communications and Support to the Board***

The Minister



- Keeps the Board fully informed of ministerial and staff activities;
- Submits reports as required by the Board in a timely, accurate, and understandable fashion; and
- Gathers staff and external points of view as requested by the Board to aid the Board in making decisions.

## **Section 3: Governance Process**

### ***GP Policy 3.1: Governing Purpose***

The Board of Trustees (hereinafter “the Board”) partners with the Minister and the Ministry Teams in creating a culture that supports the mission, vision, and goals of the First Unitarian Church in accordance with the Bylaws and these governance policies.

The Board is specifically charged with mission and vision discernment, fiduciary responsibility, policy generation, congregational assessment, and strategic planning. Respecting distinctions between Board and Ministry roles, the Board is an initiator of policy, not merely a reactor to initiatives from staff or others.

#### *The Board’s Vision Statement*

The Board’s purpose is to inspire, direct, and hold accountable the Minister and the Board itself through established policies that reflect Unitarian Universalist values and perspectives. The Board must ensure that all divergent views are considered, yet it must resolve into a single organizational position on any issue on which it agrees to make a decision.

### ***GP Policy 3.2: Code of Conduct***

The Board commits itself and its members (the Trustees) to ethical, professional, and lawful conduct; to the proper use of authority; and to conducting itself at all times with appropriate respect in both group and individual behavior.

1. Trustees act in the best interests of First Unitarian Church as a whole. This accountability supersedes any conflicting loyalty, such as loyalty to advocacy or interest groups and membership on other boards or staffs, whether within or outside the congregation.
2. Trustees avoid any conflict of interest with respect to their responsibility. When an unavoidable conflict of interest exists, it will be discussed transparently and the Board may request a Trustee to recuse themselves from discussions and decisions where they have a conflict.
3. Trustees encourage an open and transparent process while respecting the confidentiality appropriate to issues of a sensitive nature.
4. The Board speaks with one voice. After issues have been discussed and voted upon using the democratic process, all Trustees will support the decision of the Board. No Trustee, except the President, may speak for the Board in interactions with the public, press, or other external entities.

5. The Board enforces upon itself the discipline needed to govern. Discipline applies to matters such as attendance, preparation, policymaking principles, respect for defined roles, and ensuring the continuance of governance capability. To this end, Trustees will read and work to understand this Governance Manual and the Manual of Operational Procedures.
6. The Board will hold itself to a series of covenantal commitments that not only allow the Trustees to fulfill their collective responsibility but to do so as religious leaders of a covenantal community. Each Board will review and commit to a Board Covenant that calls Trustees to be their best selves.

### *The Board's Covenant Mission*

As Trustees of the First Unitarian Church of Pittsburgh, we strive to

1. Speak with honesty.
  - i. Take responsibility for our words and actions and be aware of how they may affect others. Share differences respectfully.
2. Listen with respect.
  - i. Acknowledge and consider other people's views.
  - ii. Allow others the opportunity to express their views.
  - iii. Confirm our understanding of what has been said.
3. Reason with compassion.
  - i. Remember that people differ in their perceptions and communication styles.
4. Serve with integrity.
  - i. Respect the confidentiality of others.
  - ii. Follow through with action on promises and commitments.

A commitment to serving as a Trustee on the Board includes

1. Serving for a 3-year term.
2. Attending at least 80% of the monthly meetings each year; attending other Board functions (retreats, special meetings, etc.); and notifying the Board President when unable to attend any meeting or function.
3. Actively participating in the work of the Board.
4. Placing Board responsibilities above other church activities.
5. Attending church services regularly, thus providing visible affirmation, support, and presence as part of our church family.
6. Visibly wearing Board identification and participating when able as greeters, ushers, and hosts at church activities.
7. Welcoming newcomers and visitors and trying to make them aware of the opportunities open to them and their families.
8. Actively participating, but not being primary leader, in covenant, affinity, social action, and/or musical groups of the church.

### ***GP Policy 3.3: Guidelines for Open Board Meetings***

Guidelines for open Board meetings are as follows:

1. Members of the congregation are encouraged to attend regularly scheduled Board meetings.
2. Program staff in a supervisory capacity are encouraged to attend Board meetings to engage in respectful collaborative discussion.
3. The congregation will be notified of Board meetings, including the time and date of the meeting and words to the effect that “All are welcome, and church members who wish to speak may be given the opportunity to do so.” In circumstances when Board meetings are called at short notice to address special or emergency issues, the Board will notify the congregation of the date and the reason for the meeting as soon as possible after the meeting has taken place.
4. Regularly scheduled Board meetings will be open to the congregation unless the meeting is placed in Executive Session. The Board will state the reason for going into Executive Session, taking care to protect the confidentiality of the purpose for which the Executive Session is called. Whenever possible, Executive Session will be held at the end of the meeting.
5. While members and friends are permitted to attend an open meeting, an individual may not address the Board without permission of the Chair.
6. No individual or group is permitted to disrupt a Board meeting. If after clear warning, a person or group continues to be disruptive, the Chair may require the person or group to leave the meeting.

### ***GP Policy 3.4: Board Calendar and Agenda Planning***

The Executive Committee of the Board sets the Board calendar, plans agendas for Board meetings, and ensures that Board processes and procedures are followed.

1. The Executive Committee consists of the four Board officers (President, Vice President, Secretary, and Treasurer) and the Minister (ex officio Board member).
2. The Executive Committee meets monthly prior to Board meetings, either in person or virtually, to plan the agenda for the forthcoming Board meeting, including specific agenda items and the time allotted to each item. This is the sole purpose of regular monthly Executive Committee meetings; no Board business that would typically be discussed at a board meeting is to be conducted at these meetings, so as not to undermine the discussion and deliberation of the full Board.
3. Members of the Executive Committee are to be familiar with all Board policies and procedures and have an understanding of rules of order for meetings. One member of the Executive Committee will act as Parliamentarian for Board meetings.

### ***GP Policy 3.5: Responsibilities of Board Members***

#### *General*

Board members are expected to

1. Use their talents, gifts, and abilities to the best of their ability to further the well being of First Unitarian Church and its members.

2. Attend and actively participate in Board meetings, retreats, and other scheduled work sessions.
3. Become familiar with official documents such as Bylaws, policies, and financial reports that are posted on the church website or circulated before board meetings.
4. Elect from the Board's members the President (of the Board and Congregation), Vice President, Treasurer, and Secretary.
5. Review the Board officers' roles as defined in the Bylaws and further expanded in the Procedures Document and embraces the Board's guidelines and expectations.
6. Transact all necessary business on behalf of the church or delegate this responsibility, subject to appropriate restrictions.
7. Review and revise Governance/Operational Policies and Procedures as requested by the Minister or staff, or at its discretion.

*Note:* First Unitarian Church of Pittsburgh uses a modified policy governance model based on Dan Hotchkiss, *Governance and Ministry: Rethinking Board Leadership*, Rowman & Littlefield, Second Edition (2016).

### *Discernment*

The Board is responsible for discerning the evolving vision, identity, and mission (VIM) of the church that represents the sense of the congregation. The Board maintains a dialogue with the congregation using open-ended discussion questions generated and analyzed by the VIM Committee, which the Board appoints.

The Board and the Minister, including additional staff as may be appropriate, jointly determine the annual priorities for ministry, reflecting the results of the VIM discernment process and the constraints of financial, staff, and volunteer resources and skills.

### *Assessment*

The Board and the Minister maintain procedures to monitor and nurture the health of the ministries of the congregation through annual review and assessment, including progress in meeting the annual priorities for ministry. These procedures include a process for a periodic review of the work of the Minister, as jointly agreed between the Minister and the Board.

The Board will review the Board's functioning and accomplishments annually as part of the Board transition. To assist in this process, the Board President may want to use process observation practices at the end of a Board Meeting.

### *Financial Responsibilities*

The Board is responsible for fiduciary oversight of all of the congregation's resources. The property of the church is under the Board's control and management. The Board will have no power to dispose of, sell, or mortgage the land, building, or physical assets valued at over \$10,000 and belonging to the congregation without the consent of the members obtained at a regular or special congregational meeting duly called according to the Bylaws.

The Board is responsible for the financial health of the Congregation. This includes planned giving and fundraising for the operational budget, capital budget, and endowments. The Board

1. Approves the annual budget based on options developed by the Treasurer and Finance Committee.
2. Establishes an operating budget based on balancing available operating funds with estimated operating costs in consultation with staff.
3. Approves a capital budget for major repairs, renovations, or improvements to the church facilities based on available capital funds.
4. Proposes the Minister's compensation per the UUA Guidelines and encourages professional development for the Minister.
5. Fosters a positive fund-raising environment by convening and authorizing the Annual Budget Drive Committee (ABDC) and other fund-raising endeavors.
6. Authorizes collecting all money due to the congregation and paying all legitimate debts of the First Unitarian Church of Pittsburgh.
7. Maintains insurance against
  - i. Theft & casualty loss to at least 90 percent of replacement value, and
  - ii. Liability losses to Board members, the Minister, staff, and the First Unitarian Church.

### *Board Communication and Records*

The Board maintains institutional memory by keeping a written record of policies, Bylaws, agendas, and minutes from each Board and congregational meeting. Copies of Bylaws, policies, and procedures will be available to any member to refer to at any time. These materials will be maintained on the church website. The Board

1. Will communicate the church's vision, identity, and mission by means of published Board minutes, letters to congregants, and annual membership meetings.
2. Retain communications to ensure institutional memory.
3. Be accountable to the First Unitarian Church's membership for competent, conscientious, and effective accomplishment of its operations, ministries, and programs.

### ***GP Policy 3.6: Structure of Board Committees***

The Board may use committees, both standing and *ad hoc*, to help it carry out its responsibilities. All Board committees are accountable to the Board and function primarily to advise and make recommendations to the Board. For any existing or newly established committee, the Board ensures that a charter is written that identifies the committee's purpose, number of members, term of service, and accountability, as further specified in governance procedures. These charters and associated committee information will reside in the First Unitarian Church Board-approved Procedures Manual.

## **Section 4: Board–Congregation Linkage**

### ***BCL 4.1: Seeking Input from the Congregation***

While the Board is responsible for discerning the vision, identity, and mission (VIM) of the congregation (see “Discernment” under *GP Policy 3.4: Responsibilities of the Board* above), the Board may, from time to time, seek input from members of the congregation regarding other matters that the Board must decide or actions it may take. This is especially true when a member of the congregation possesses knowledge, experience, or insight that may be helpful in regard to a particular Board decision.

In such cases, the Board may decide to query members of the congregation to gather information, clarify facts, or seek educated opinions regarding the issue to be decided. Such inquiries should only be made with the understanding that the motivation behind the inquiry is to provide the Board with more information or detail upon which it can render the best decision possible or take an action that most benefits the church. Such inquiries will be initiated by the Board, not individual Trustees.

### ***BCL 4.2: Behavioral Covenant and Conflict Resolution***

Participation in church programs, functions, and activities is governed by a Behavioral Covenant. The Board provides a procedure for addressing congregant behavior that violates the Behavioral Covenant.

Even with the best of intentions and with agreement on policy and goals, decisions and actions may result in negative impacts on individuals or groups. Conflict arises when the person or persons who propose or make a decision, or who propose or take an action, are not informed of the impact or, knowing the impact, are reluctant or unwilling to acknowledge the impact and participate in reconciliation. The person or group experiencing the impact must, if possible, be given a voice, in the conflict resolution process. The Board may establish a standing or *ad hoc* committee to address congregational communication and conflict management.

The Board and Minister work to maintain an open and honest dialogue that addresses negative impacts before these become conflicts between them. When a conflict arises that the Board and Minister are unable to resolve internally, they will engage external resources as appropriate, including those from the UUA or the UU Ministers Association (UUMA). Disputes related to the Ministerial Agreement will be addressed as specified in the agreement.

When the conflict is between the Minister and staff and cannot be resolved between them, then the Board is informed and appropriate external assistance is engaged. This assistance may range from a subcommittee of the Board to outside parties, including the UUA or UUMA, as agreed upon by the Minister, staff, and Board.

### ***BCL 4.3: Statement of Advocacy***

Public statements or actions by either Board members or other congregants in their designated church role that represent the official position of the congregation or the Board on significant social, political, or congregational issues will be limited to what the congregation or the Board has formally and explicitly adopted.

The official position of the congregation on a significant social or political issue will be expressed through a statement of advocacy that is adopted in accordance with governance procedures. So long as the Minister is acting within existing policies and statements of advocacy, the Board will respect and support the Minister's decisions in representing the congregation. Where no official position exists, the Minister has discretion to represent the congregation as described in Section 2.

### *Statement of Advocacy Definition*

A statement of advocacy is the official position of the congregation on a significant social or political issue. As detailed in the governance procedures, a statement of advocacy is the basis for public statements or actions representing the congregation. A statement of advocacy may not be used to support a political candidate for public office, a political party, or for any action that would jeopardize the church's designation as a charitable organization.

## **Section 5: Modification of the Governance Manual**

The Board process for maintaining and amending this policy document is as follows:

1. The Board Secretary is responsible for maintaining the most current version of the Governance Manual and making it available to the congregation.
2. Amendments will be voted on at a Board meeting after they have been presented and discussed at a prior Board meeting. A simple majority will amend this Governance Manual.