

**CEDAR LANE UNITARIAN UNIVERSALIST CONGREGATION
BOARD POLICY MANUAL APPENDIX**

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Foreword:

This Appendix is a companion to the Board Policy Manual. The [Foreword in the Policy Manual](#) explains document features that also apply here.

Within each heading, Policy Manual material is not repeated. The Appendix section picks up where the Manual section leaves off: an empty heading here means the Manual has the complete info.

1. Definitions of Terms

(See the corresponding section in the Manual.)

2. Philosophy of Governance and Ministry

2.1. Exception Reporting

The annual exceptions report to the congregation will describe each non-compliance with policy, some hypothetical examples:

- The following staff positions were not compensated within UUA guidelines...
- The congregation's contribution to the UUA's Annual Program Fund was X% of the guideline
- The following rooms did not have "in case of fire/active shooter emergency" or medical emergency notices posted
- The following rooms did not have working smoke detectors
- Fire and/or active shooter drills were not held
- The following external financial review findings have not yet been addressed
- There was a material deviation from the operating budget

3. Vision and Strategy

3.1. Mission Statement

3.1.1. Core Values Statement

3.2. Vision Statement

3.2.1. Strategic Plan

Congregation approved Strategic Directions May 2016

Board approved Outcomes and Measures July 2019

Board and Executive Staff review of progress and data for the measurements annually.

Board initiates congregational review of Open Questions and Strategic Directions every 5 years:
the congregation approves changes.

The purpose of this plan is to describe how the Board of Trustees intends to achieve the approved Strategic Directions. This plan will also serve as guidance to the Board of Trustees, Board committees, Ministry Teams, staff, and volunteers for establishing priorities and carrying out the work of Cedar Lane Unitarian Universalist Congregation.

Open Questions

The current Strategic Plan includes Open Questions, if any, as described in “Governance and Ministry”.

Strategic Directions (SD) with Outcomes and Measures

SD1: Reach out and engage persons along the entire spectrum of faithful relationships.

Provide meaningful experiences that engage children, youth, and adults from those in the earliest stage of seeking a spiritual home, to those on the path to membership, to those who will become our next lay leaders as well as those who have long been deeply involved.

Align all ministry teams around our vision and mission, clarifying paths to deeper spiritual connection and community engagement.

SD1 Outcome1: Cedar Lane has effective programming and outreach for each level of the membership spectrum.

Related measures:

- A. Collect new member feedback on their experiences and analyze data for trends around engagement at Cedar Lane.
- B. Evaluate member participation in all programmatic offerings such as Cedar Lane 101, Affinity Groups, Movie nights, etc., and evaluate the programs’ effectiveness/continued relevance.

SD1 Outcome2: Cedar Lane has vibrant intergenerational, multicultural, and accessible programming.

Related measures:

- A. Create additional opportunities for members across ages to connect with one another and build community through events.
- B. Create and monitor programs and structures to support families connecting with one another and with the wider congregation.
- C. Create and monitor opportunities to learn from and support those who experience cultural, physical, and attitudinal barriers in our congregation.

SD1 Outcome3: Cedar Lane has a broad range of members across all ages willing to take on new leadership roles.

Related measures:

- A. Leadership development tracking process created and maintained.
- B. Measure participation in Leadership Development Programming, including leadership pipelines, continual leadership training for ministry team leaders, and programs to build religious leadership skills.
- C. Provide and evaluate training and consultation to ministry teams around involving children and youth in their work.

SD1 Outcome4: The work of all ministry teams clearly relates to our vision/mission.

Related measures:

- A. Ministry Team charters are reviewed annually.
- B. Create and evaluate a formal process for creating new ministry teams and programs.

SD1 Outcome5: Cedar Lane's collective ministry is unified, collaborative, and effective.

Related measures:

- A. Congregants are using their gifts and talents to support the work of Cedar Lane.
- B. Yearly analysis of ministry teams that examines their alignment with our mission/vision, how leadership is being transitioned in healthy ways, additional members, etc.

SD2: Focus our social justice work and increase its impact.

Achieve congregational consensus around a few carefully selected major issues in which we will invest our resources (time and budget). Broaden and deepen congregational engagement in these compelling areas.

Challenge the entire congregation to become stakeholders in our core social justice efforts in meaningful ways as we expand and deepen relationships with the wider community around us.

SD2 Outcome1: Cedar Lane is making a substantial difference in a few carefully selected social justice issues.

Related measures:

- A. Track and analyze how the four core issues (immigrant justice, racial justice, environmental justice, and gender justice) are up and running.
- B. Review core social justice issues every two years.
- C. Analyze partnership with outside organizations like Action in Montgomery (AIM), CASA, Congregation Action Network, Interfaith Power & Light, etc.
- D. Evaluate the quality and mutuality of eagerness of outside organizations that we are partnered with to partner with Cedar Lane.

SD2 Outcome2: Children, youth, and adults of Cedar Lane engage broadly, deeply, and personally in social justice activities in partnership with the wider community.

Related measures:

- A. Create and evaluate opportunities for people of all ages to serve and work for justice together through all-congregation service projects.

SD3: Offer a Range of Worship Experiences that Speak to a Changing Population

Experiment with formats, times, and venues to attract and serve a changing population.

Expand our spiritual offerings to revitalize and diversify our membership.

Continue to support the varied paths to spirituality among our congregants.

SD3 Outcome1: The formats, times, and venues of worship and spiritual offerings support the needs of a diverse, intergenerational, and engaged congregation and the wider community.

Related measures:

- A. Analyze participation in worship, spirit experience, vespers, etc. (Owned by the Worship Team which reports to the Senior Minister.)
- B. Development of all-ages worship experiences and opportunities for multigenerational interaction.
- C. Experiment with evening services (Young Adult worship, vespers, etc.).
- D. Experiment with and evaluate services that include the wider community.

SD3 Outcome2: Visitors and members find worship expressions and spiritual offerings that resonate with them.

Related measures:

- A. Track Cedar Lane's membership to evaluate if it reflects the broader community.
- B. Evaluate the congregation's capacity to support multicultural ministry.
- C. Evaluate programming, teams, structures, and committees that support diversity.

SD3 Outcome3: Cedar Lane offers spiritual experiences, including worship and religious education, that appeal to a wide range of different faiths and different identities.

Related measures:

- A. Evaluate programs that support spiritual growth.
- B. Develop and evaluate processes for identifying and supporting spiritual growth of congregants.

SD4: Transform our spaces to better nurture community

Engage the congregation in re-imagining how our buildings and campus should function to make us more hospitable, accommodating, and welcoming.

Inspire the generosity and risk taking required to create the spaces we need.

SD4 Outcome1: (*COMPLETE*) There is consensus and enthusiasm among the congregation on the priorities for the changes, renovations, and construction needed to make our space hospitable, accommodating, and welcoming.

Related measures:

- ~~A. Congregational approval of goals for a capital campaign.~~
- ~~B. With an architect, by 2020, develop and refine a design that resonates with the congregation.~~

SD4 Outcome2: The congregation enthusiastically approves a design concept and cost estimates that reflect their priorities for transforming our spaces.

Related measures:

- A. A construction budget has been developed, based upon the results of the capital campaign.
- B. Architects have developed a design concept and cost estimates based upon the construction budget.
- C. Congregational approval of the design concept and cost estimates.

SD4 Outcome3: The congregation has successfully raised the funds to implement the design concept upon its approval.

Related measures:

- ~~A. A capital campaign exploratory committee makes recommendations on how to best conduct a capital campaign by March 31, 2017.~~
- B. A financial goal is established for the capital campaign.
- ~~C. A capital campaign is launched~~
- D. The capital campaign achieves its goal.

SD5: Live out our vision and mission through transformational giving and sound financial planning and management.

Give generously of our time, talent, and treasure.

Create and follow a path toward financial stability by planning for and managing our resources through responsible stewardship.

Create and implement a comprehensive asset management plan that includes funding annually into a replacement reserve that anticipates ongoing capital needs over a 20-year period.

SD5 Outcome1: Cedar Lane has adopted a culture of generosity, in which participation and volunteering has increased.

Related measures:

- A. Same as measure SD1.1.b.
- B. Measurement of volunteer/participation hours.

SD5 Outcome2: There are clear pathways for members to bring their talents to the work of the congregation.

Related measures:

- A. Same as measure SD1.2.c.
- B. Same as measure SD1.3.b.

SD5 Outcome3: Income from pledges, gifts, legacies, and fundraisers increases sufficiently each year to meet or exceed increases in expenses.

Related measures:

- A. ~~(COMPLETE) A Development and Fundraising Committee of the Board has been created.~~
- B. The Development and Fundraising Committee has developed, and the Board has approved, a 5-year plan for development and fundraising that includes assessment of both income and expenses.
- C. Progress toward achieving the 5-year development and fundraising plan is being measured and monitored via periodic reporting to the Board of Trustees.

SD5 Outcome4: Cedar Lane has a balanced operating budget by the beginning of fiscal year 2022 and has established a capital reserve fund to maintain and improve our facilities.

Related measures:

- A. Cedar Lane adopts an operating budget where current income meets current expenses.
- B. There is demonstrated improvement toward measure #1 through a reduction in the deficit each year.
- C. Earnings from the endowment are used for capital improvements to Cedar Lane's facilities, for establishing and building a capital reserve fund.

SD5 Outcome5: Cedar Lane has the financial resources available to achieve its mission.

Related measures:

- A. Progress toward accomplishing outcomes and achieving our strategic directions has not been impeded by a lack of resources.
- B. Paid staff are being compensated at a level consistent with or greater than UUA fair compensation guidelines.
- C. Cedar Lane maintains the ability to borrow money to address unforeseen circumstances.

SD5 Outcome6: Cedar Lane has the funds in place for capital needs as they arise and implemented to ensure that Cedar Lane is funding a replacement reserve that will be able to pay for ongoing capital needs over a 20-year period.

Related measures:

- A. Funds are designated to a capital reserve as part of the annual operating budget.

3.3. Annual Goals and Priorities

The most recent three years of goals and priorities appear in this section.

For 2022-23, the Board adopted the following priority statement:

To help build a just world, leading our multi-cultural and multi-generational spiritual community, embodying our eight principles, and growing sustainably.

For 2021-22, the Board adopted the following priority statement:

To grow and become a financially sustainable, multi-cultural and multi-generational spiritual community embodying our Eight Principles in building a more just world.

3.4. Covenant of Right Relations

4. Governance

4.1. Board Covenant

BOT approved 10/18/2022
Board review annually.

“As Trustees, we covenant to keep the Congregation's best interests at heart and carry out the trust placed in us as guardians of our Vision/Mission and as stewards of Cedar Lane's resources. We will exchange ideas thoughtfully, honestly, and respectfully as we seek to reach a position we can all support. We will hear all voices, commit to the group's majority decision, communicate frequently with the Congregation, and lead the Cedar Lane spiritual community with our example.”

4.2. Board Officers and Executive Committee

The Board President shall

- execute, in the name of the corporation, such deeds, mortgages, bonds, contracts, and other instruments as the trustees have authorized and have not been delegated to staff
- convene and preside over meetings of the Board of Trustees
- chair the Executive Committee
- confer frequently with the Executive Staff in a collaborative fashion on issues pending Board decision and of concern to the congregation
- recommend to the Board the establishment of Task Forces to address specific issues as needed
- set the date and the agenda of the mid-year retreat, usually held in January
- attend Ministry Team Leaders monthly meetings
- prepare Board portion of the Annual Report
- preside over Annual and Special Congregational Meetings
- deliver remarks at Annual Meeting on the accomplishments of the Board over the past year
- delegate presidential authority to other trustees as needed

The Board President-Elect shall

- work collaboratively with the President and Executive Staff and shall perform such duties as delegated by the President
- perform the duties of the President when the President is unavailable
- set the date and agenda for the end-of-the year retreat, usually first weekend in June and invite incoming Board members
- serve on the Executive, Governance, and Nominating and Leadership Development Committees
- deliver remarks at the Annual Meeting thanking outgoing members and talking about upcoming challenges, opportunities and intended directions

The Board Secretary shall

- record the proceedings of all official congregational and trustee meetings
- for Congregational Meetings...
 - certify the list of members qualified to vote at each meeting of the congregation
 - create signup sheets and voting cards for in-person meetings and require registration for on-line meetings
 - create handouts that include the agenda, documents, and any motions
- for Board meetings...
 - disseminate agenda and documents
 - maintain a list of action items approved by the Board and assign and monitor follow-up responsibilities
 - ensure that all meeting documents are retained in digital storage, accessible to the trustees and the congregation, and summarized and advertised in Cedar Lane electronic communications
 - solicit and receive minutes of all meetings of Board committees and task forces
- Ensure that all types of agreements signed by the Board are maintained and accessible

- to the trustees and congregation
- serve on the Executive Committee
 - Prepare for executive committee meetings by using the [Monitoring Calendar](#) as a template
- ensure that at the beginning of each Board year all trustees sign the Conflict of Interest policy

The Assistant Secretary shall

- perform the duties of the Secretary when the Secretary is unavailable
- Assist the Secretary with their duties
- Participate in training and transition meetings to be prepared to fulfill the role of Secretary in their second year on the Board
- prepare a Communications Plan that will enable the Board to engage the congregation in articulating and revisiting the Mission and Vision Statements, Core Values and Strategic Plan and in setting the Board's Annual Goals and Priorities
- communicate with the congregation on issues pending before the Board and the decisions of the Board

The Board Treasurer shall

- oversee and safeguard Cedar Lane funds (except the Endowment Funds)
- oversee the disbursement of such funds
- prepare periodic reports to the trustees on Cedar Lane financial status
- render a financial report at the Annual Congregational Meeting
- serve as a member of the Executive Committee, Endowment Committee and Financial Policy Committee
 - Prepare for executive committee meetings by using the [Budgeting Calendar](#) as a template
- report on various financial trends
- advise the Board on the approval of the annual operating budget and capital reserve
- instruct the Board on its fiduciary responsibilities

The Assistant Treasurer shall

- perform the duties of the Treasurer when the Treasurer is unavailable
- assist the Treasurer
- serve on the Financial Policy Committee and may attend Endowment Committee meetings

Procedures for Elections of President and President-Elect:

FOR PRESIDENT:

1. The BOT will hold a meeting before March 31 of each year to elect a President and President-Elect for one-year terms, effective July 1 ("election meeting"). If there are no

other nominations for President other than the President-Elect, as provided in b. below, the Board shall elect the current President-Elect to the position of President by voice vote.

2. At the Board meeting preceding the scheduled election meeting, members of the Board may nominate other candidates for President from the at-large members, with the consent of the nominee[s].
3. If there is more than one nominee for President, the vote shall be taken by secret ballot and election shall require a majority. Run-off ballots, when necessary, will drop the nominee with the lowest number of votes until a majority vote is achieved.

FOR PRESIDENT-ELECT:

1. Before the scheduled election meeting, the current President-Elect, after consulting with the first-year members of the Board, shall convene a nominating committee consisting of the President-Elect and the retiring members of the Board, who shall recommend to the Board a candidate for President-Elect for the coming year. The nominee shall be a Board member in the first year of a three-year term. The nominee must consent to be nominated.
2. Election of the President-Elect shall take place during the scheduled election meeting on or before March 31.
3. At the Board meeting preceding the scheduled election meeting, members of the Board may nominate other candidates for President-Elect from the at-large members, with the consent of the nominee[s].
4. If there is more than one nominee for President-Elect, the vote shall be taken by secret ballot and election shall require a majority. Run-off ballots, when necessary, will drop the nominee with the lowest number of votes until a majority vote is achieved.

4.3. Board Committees

4.3.1. Policies Common to All Committees

The following policies apply to all Board committees, except as noted in a committee's charter.

COMMITTEE MEMBERSHIP

All committees consist of five to seven voting members, including two Board members. All committee members must be members or friends of the congregation in good standing. In addition, to have staff representation on each committee, the Executive Staff will designate a non-voting ex officio member.

Each year the Board announces an invitation for new members for its committees via Cedar Lane electronic communications. In consultation with the NLDC, new members must be nominated by a majority vote of the committee for Board approval. Candidates are selected based on their skills, availability, commitment to Cedar Lane, and diversity. Preference shall be given to qualified candidates who have not previously served.

Members shall serve no more than two consecutive three-year terms, provided there are other qualified candidates. Staggered terms among the members, such that roughly one third of members are new in any year, is recommended. Members may be removed by the Board at any time.

COMMITTEE LEADERSHIP

Committee leadership structure shall include a Chair, with others as determined by each committee. Leaders are nominated for a one-year renewable term by majority vote and submitted for Board approval. Committee leaders must be members in good standing.

STANDARD COMMITTEE PROCEDURES

All committees hold open meetings, published on the Cedar Lane calendar. A majority can vote to close a meeting when the agenda includes confidential or sensitive information. Committees meet on a self-determined schedule and as requested by the Board. A majority of voting members shall constitute a quorum. The committee shall forward a report of each meeting to the Board via the Board secretary, and submit other reports to the Board as requested. For business conducted outside of a meeting, e.g. a decision by email, the committee shall forward a summary to the Board via the Board secretary.

A committee may establish subcommittees as necessary whose membership may include persons who are not members of the committee.

4.3.2. Charter of the Development/Fundraising Committee

BOT approved 10/18/2022

MISSION

As a standing committee of the Board of Trustees (Board), the Development and Fundraising Committee offers guidance and support to achieve the Board's financial and fundraising objectives. It surveys members and others engaged in finance and fundraising activities to maintain an awareness of stakeholder desires and preferences, and provides clear guidelines for fundraising activities that reflect Cedar Lane's mission/vision, including how such activities should be conducted.

The committee ensures that Cedar Lane's financial/fundraising guidelines and practices are in alignment with the [Unitarian Universalist Association \(UUA\) practices](#). The committee is also

forward looking and provides strategic, coordinated, and focused advice.

RESPONSIBILITIES

The committee:

- Recommends fundraising policy to the Board. (Excluding the annual Generosity Campaign and Legacy Giving, which are under other leadership.)
- Assists the Board in developing/setting mid- and long-term development goals in line with our mission/vision.
- Periodically surveys other UU or similar religious communities to assess successful fundraising initiatives and incorporates these into fundraising plans as appropriate.
- Works with Executive Staff and the Financial Policy Committee to advise the Board on a fundraising plan.
- Helps promote the idea of fundraising and helps create a culture of generosity throughout the congregation.
- Works with Executive Staff to provide an overview of Cedar Lane fundraising by creating and monitoring a calendar of congregational fundraising activities.
- Evaluates and implements as appropriate, fundraising partnerships with other organizations that are consistent with Cedar Lane’s mission, vision and values.
- Develops and provides oversight for specific short-term non-pledge fundraising efforts like the auction, share-the-plate, raffles, art shows, etc.

COMMITTEE MEMBERSHIP AND LEADERSHIP

Refer to the [Policies Common to All Committees](#). The committee has a chair or co-chairs selected annually.

STANDARD COMMITTEE PROCEDURES

Refer to the [Policies Common to all Committees](#). The committee meets at least monthly at an agreed upon time and as needed to address Board requests.

4.3.3. Charter of the Endowment Committee

BOT approved 10/18/2022

MISSION

As a standing committee of the Board of Trustees (Board), the Cedar Lane Unitarian Universalist Congregation Endowment Committee (hereinafter referred to as “the committee”) is responsible for all matters pertaining to the management and administration of the Cedar Lane Endowment Fund.

RESPONSIBILITIES

Responsibilities include: (a) stewardship and investment of assets; (b) maintenance of appropriate records; (c) provision of financial information and advice to the Board, and

designating funds for annual use by the congregation.

The committee shall also be responsible for the investment of other funds that the Board has placed in the committee's investment pool. The committee's responsibilities with respect to such other funds shall be limited to stewardship, investment, and value tracking.

The Committee shall have no authority to expend assets (beyond reasonable and necessary management and administrative costs). Disbursement authority is restricted to normal transfer of funds into Cedar Lane accounts under the control of the Board.

COMMITTEE MEMBERSHIP AND LEADERSHIP

Refer to the [Policies Common to all Committees](#). The Board Treasurer serves as the one member from the Board, and is non-voting. A working knowledge of publicly traded stocks, bonds, and mutual funds is required for members.

The committee officers shall consist of a Chairperson, Vice Chairperson, and Secretary.

STANDARD COMMITTEE PROCEDURES

Refer to the [Policies Common to all Committees](#). The committee meets at least quarterly. Each member of the committee shall disclose conflicts of interest, signing the same Disclosure form as trustees.

The committee will adhere to the following requirements:

- Stewardship and Investment of Assets

Primary responsibilities of the committee shall be to maintain, protect, and grow the assets of the Endowment Fund and other funds it manages in accordance with its charter, the Board Policy Manual, and decisions of the Board.

Assets may come under control of the Committee:

- directly - e.g. bequests, donations;
- indirectly - transfer of assets controlled by the Board.

The Board, however, retains authority to accept or reject any bequest or donation.

The committee shall have full authority to invest assets under its management. However,

- the "Prudent Investor Rule" shall be followed in making investment decisions.
- a general guideline is to restrict such investments to common financial instruments such as stocks, bonds, mutual funds, Treasury bills, commercial paper, options, and to avoid non-liquid investments such as real estate, and collectables.
- investments should be based on a policy of seeking to maximize total return (income and capital gains) while maintaining a high degree of safety of principal.

While financial considerations shall be paramount, the committee shall also be aware of, and influenced by, the congregation's ethical concerns and social responsibilities, as well as any general resolutions adopted by the congregation or the Board. In particular, to give due consideration to the key factors on global climate change, the committee shall consider Environmental, Social, and Governance (ESG) / Socially Responsible Investing (SRI) criteria when making investment decisions.

- Maintenance of Records

Thorough records shall be maintained; i.e., dates assets were received, nature of the assets, terms of agreement, donor(s) names. Anonymous donations may be approved by the Board.

The Secretary shall be responsible for recording the minutes of all meetings and forwarding such to the Board secretary. The committee shall submit an annual portfolio report to the Board delivered by the Treasurer. This report shall include; market value of each holding for the five most recent quarters, a summary of asset allocation and value of each individual fund, and ESG/SRI status.

The committee shall deliver an annual report to the Board at the February meeting.

- Appropriation of Funds to the Congregation

Subject to the provisions below, the committee shall make an annual appropriation to the congregation from the Endowment Fund. Per the Bylaws X.5 (June 5, 2022), the payout shall be based on a 13-quarter rolling average of asset values on December 31.

Before the February Board meeting, the committee shall inform the Treasurer of the amount of the Endowment Fund appropriation and any monies available from other funds. The appropriated funds shall be transferred to other Cedar Lane accounts on the first day of the Cedar Lane's fiscal year, unless the Board Treasurer requests a delay. Interest earned during a period of delay accrues to the Endowment Fund.

In the event the Board chooses not to authorize the expenditure of the entire appropriation, the unexpended amount shall be carried forward.

MEMBER LIABILITY AND INDEMNIFICATION

To the fullest extent and in the manner permitted by law, except in the case of fraud or bad faith, members shall be held free of liability for actions or decisions taken as members of the committee.

Cedar Lane may indemnify and reimburse any or all of the present or former members of the committee to the fullest extent and in the manner permitted by law, regardless of the adverse interest of any or all of said persons, made a party to any action, suit or proceeding by reason of the fact of being or having been a member of the committee, for expenses, including attorneys' fees, and such amount of any judgment incurred by that person in connection with the defense or reasonable settlement of any such action, as the trustees deem reasonable.

4.3.4. Charter of the Financial Policy Committee

BOT approved 10/18/2022

MISSION

As a standing committee of the Board of Trustees (Board), the Financial Policy Committee (FPC) serves as a financial advisor to the Board. As such it will assist the Board in its oversight of Cedar Lane finances. The Board may request recommendations from the FPC on specific issues and the FPC may investigate other issues at its own initiative on behalf of the Board. From time to time the FPC, with the Treasurer, shall hold educational sessions to ensure that Board members have adequate understanding of the congregation's financial status and trends. The Executive Staff may also request advice and assistance from the FPC.

RESPONSIBILITIES

The specific responsibilities of the FPC include, but are not limited to, advising the Board regarding:

- Proposed operating budgets and capital reserves.
- Long-range financial planning.
- Anticipated or actual deviations from approved budget and advice on action to be taken..
- Internal and external financial reviews
- Annual review of insurance coverage
- Financial policies for the Board.
- Unplanned expenses.
- Use of non-pledge gifts.
- Policy for long-term facility plans.
- Undertaking of capital campaigns.
- Financial health of Cedar Lane.

The FPC in concert with the Executive Director and Treasurer also shall monitor operational income and expenditures during the year for substantial deviations from the approved budget and notify the Board of anticipated or actual deviations together with related advice on action to be taken.

The FPC may seek information and advice from any entity inside or outside the congregation in order to develop its recommendations.

COMMITTEE MEMBERSHIP AND LEADERSHIP

Refer to the [Policies Common to All Committees](#). The Board Treasurer and Assistant Treasurer are members. The committee will be led by a Chair and Vice Chair. The retiring Board Treasurer shall serve the following year as Chair, and the current Board Treasurer shall serve as Vice Chair.

DELEGATION OF AUTHORITY

The Board has not delegated governance authority or oversight to the committee. Its role is to provide advice and assistance.

STANDARD COMMITTEE PROCEDURES

Refer to the [Policies Common to All Committees](#). The FPC generally meets monthly.

4.3.5. Charter of the Governance Committee

BOT approved 10/18/2022

MISSION

As a standing committee of the Board of Trustees (“Board”), the Governance Committee (“committee”) will advise and assist the Board on governance matters in accordance with this charter and in response to requests from the Board, including helping the Board to clarify and focus on its own role under Governance By Policy (GbP).

RESPONSIBILITIES

- Draft and/or review Cedar Lane policies, bylaws, procedures, and other governance documents for Board approval in consultation with other board committees as needed.
- Ensure that policies and procedures are consistent with the Articles of Incorporation, Bylaws, Board Policy Manual, and Covenant of Right Relations.
- Organize an educational session for the Board at least annually, to ensure adequate understanding of the congregation’s governance structure and the reasons for that structure.
- Assist the Board in its self-evaluation.
- Assist the Board in developing and executing its monitoring role under governance by policy.
- Serve as an in-house resource to clarify roles and responsibilities of the Board, Board committees, Executive Staff, and lay leaders.
- Advise the Board on improvements to, and fine-tuning of, the full implementation of GbP.

COMMITTEE MEMBERSHIP AND LEADERSHIP

Refer to the [Policies Common to All Committees](#). The Board President-Elect is a member. Members of the committee should provide a balance of knowledge and experience of GbP;

possess skills and experiences that constitute institutional memory; i.e., knowledge of the vision, mission, priorities, structure, and goals of Cedar Lane.

STANDARD COMMITTEE PROCEDURES

Refer to the [Policies Common to All Committees](#). The committee generally meets quarterly.

4.3.6. Charter of the Human Resources Committee

BOT approved 10/18/2022

MISSION

As a standing committee of the Board, the mission of the Human Resources Committee (HRC) is to provide expert advice to the Board and the Executive Staff on a range of personnel issues. Decisions shall be made by the Board and/or Executive Staff as appropriate. The committee's role is advisory only.

RESPONSIBILITIES

The HRC shall develop and recommend policies on a range of human resources and personnel issues appropriate for Board consideration.

At least annually, the HRC shall provide advice related, but not limited to: standard operating procedures, best practices, job descriptions, hiring procedures, compensation, benefits programs, staff restructuring, and other specific issues.

The HRC shall advise and comment on matters concerning the Senior Minister at the request of the Board. The HRC shall comment and advise on personnel, compensation, or other staff issues at the request of the Executive Staff.

Upon request of the Board or Executive Staff, the HRC shall advise on the appropriateness and legality of any changes recommended to the [Personnel Policy Manual](#).

The HRC does not have governance or decision-making authority, nor exercise oversight.

COMMITTEE MEMBERSHIP AND LEADERSHIP

Refer to the [Policies Common to All Committees](#). Members shall be experienced human resource professionals or have substantial human resource law or staff management experience. Members may be reappointed without limit. No Board members are expected to be members of the HRC. The Executive Director is expected to be the non-voting Staff member of the HRC.

STANDARD COMMITTEE PROCEDURES

Refer to the [Policies Common to All Committees](#). The HRC will meet as needed to address

requests from the Board or Executive Staff. Meetings will generally be closed due to the often-confidential nature of the subjects and issues involved. However, the HRC may hold open meetings.

The HRC will seek consensus, but may decide by majority vote.

4.3.7. Charter of the Mosaic Makers Committee

BOT approved 10/18/2022

MISSION

As a standing committee of the Board of Trustees (Board), Cedar Lane Mosaic Makers' purpose is to provide direction and strategies that assist the Cedar Lane Board and congregation in developing and practicing multicultural inclusion and anti-racism.

RESPONSIBILITIES

The committee's objectives include:

- Supporting the work of the Board of Trustees and Ministry Teams to integrate multicultural inclusion and anti-racism into governance, worship, lifespan religious education, membership support and care, social justice, and outreach at Cedar Lane.
- Assisting the Board and its standing committees in becoming multicultural and dismantling institutional racism by reviewing and recommending practices identified by the UUA, including but not limited to recommendations from the Commission on Institutional Change, DRUUMM, BLUU and Allies for Racial Equity.
- Providing or facilitating annual training for the Board and each of its standing committees.
- Deepening an understanding of and respect for multiculturalism and anti-racism by centering the voices of those most affected, promoting dialogue and learning within the congregation.
- Building on that shared understanding to be accountable in addressing issues related to fostering inclusion and promoting equity within the congregation such as: white supremacy culture, racism, homophobia, transphobia, ableism, classism, sexism, cultural identity, religious identity, political identity.
- Providing a supportive and safe environment that promotes reflection, sharing, personal and institutional transformation, even when having difficult conversations.
- Celebrating our commitment to inclusion, diversity, multiculturalism and anti-racism through specific programs, events and ongoing social justice work.
- Developing meaningful partnerships ("right relationships") between Cedar Lane and other multicultural communities by collaborating closely with Cedar Lane ministry teams and with other multicultural communities to build the Beloved Community.

COMMITTEE MEMBERSHIP AND LEADERSHIP

Refer to the [Policies Common to All Committees](#). Members should be committed to learning about and working on multicultural issues and their own unconscious biases. Duties and responsibilities of the Chair(s) include:

- Planning and coordinating the topical work, establishing priorities for the monthly agenda.
- Maintaining order in the committee's proceedings, with no power to censure.

STANDARD COMMITTEE PROCEDURES

Refer to the [Policies Common to All Committees](#). The committee normally meets on a monthly basis. Members rotate facilitation of monthly meeting topics.

The committee may choose to invite an applicant to attend a meeting and/or to interact with them in other ways prior to taking a vote, in order to ensure the applicant understands the seriousness of the work.

4.4. Board Task Forces and Similar Time-limited Groups

4.4.1. Charge for the Construction Task Force

BOT Approved 10/18/2022

The Board of Trustees hereby establishes the Construction Task Force. The rationale and responsibilities are outlined below. This Task Force will be active during the period of the Cedar Lane construction and renovation.

THE CHARGE

The Construction Task Force will be active through the period of construction. The Task Force will maintain, through the Owner's Representative, communication between Cedar Lane, the General Contractor and the Project Architect. This communication will keep all stakeholders apprised of the construction progress and facilitate building and sanctuary use. Stakeholders include the Board of Trustees, Ministry Team, Administrative Team, neighbors and members of the Congregation. The Construction Task Force will relieve the Ministry Team and Administrative Staff from many of the day-to-day involvements and decision-making that would take them away from their primary roles. The Construction Task Force shall also provide a supporting and advisory role to the Owner's Representative in representing the interests of Cedar Lane during the period of construction.

The Task Force will have advisory and operational responsibility. Advisory in that the Task Force will work, through the Owner's Representative, with the hired General Contractor to

understand the week-to-week impacts of the construction. The Construction Task Force will advise the Ministry and Administrative Teams of the impact on congregational activities. The responsibility is operational because the Task Force will be working with the Staff to make the sanctuary and other spaces suitable for use during the construction - and communicate this to the Congregation.

The charge shall be

- A. to act in the interests of CLUUC as it relates to financial expenditures, schedule management, change orders and building use during the period of construction. The budgeted position of Owner's Representative (OR) will be employed, part-time, by CLUUC and be the lead Task Force member in this responsibility. The OR will be the primary point of contact (POC) between the General Contractor's Project Manager and Cedar Lane. The specific OR responsibilities as well as OR-related Cedar Lane responsibilities are stated in the Owner's Representative Letter of Agreement with CLUUC.
- B. to have primary responsibility to see that the responsibilities of Cedar Lane as described in the Owner's Representative Letter of Agreement are fulfilled.
- C. to work with the Executive Director and Construction Task Force Chairperson(s) to transmit approved payment "draws" to the Contractor as requested. The OR will have a specific responsibility to review and recommend action on the GC's payment request and coordinate payment with the Administrative Staff as needed.
- D. to support the Ministry and Administrative teams in coordination of building use. This may mean safely storing equipment and furniture from areas of the building that are being closed for renovation. It will also include prepping areas of the building when they are ready to be used, either permanently or temporarily as construction continues. A building "prep and use" team will be formed.
- E. to prepare communications with stakeholders that explains the status of the project, the use of the building at various points during construction and in some instances, prepare more detailed explanations of how Cedar Lane members and staff can access the facility for Sunday services or on-site meetings during weekdays.
- F. to complete the work started by the "sign Squad", subcommittee of the RTF.
- G. to update the Board on the progress of the construction monthly for the duration of the construction and renovation.

BACKGROUND AND CONTEXT

The Board of Trustees' Renovation Task Force (RTF) has done a superb job of guiding the Congregational discussion and decision-making to reach the pre-construction phase of our \$4.2 million renovation project. The RTF role is now completed and we are ready to begin the construction. This will require coordination with the General Contractor and the Cedar Lane community - our members, visitors, staff, neighbors and vendors.

The Board of Trustees deeply appreciates the leadership of the RTF, co-chaired by Maryann Dillon and Mary Means. The RTF suspended its role upon the approval of this Construction Task Force by the Board of Trustees.

MEMBERSHIP

Initial members of the Task Force were Maryann Dillon, Mary Means, Joe Merenda, Greg Falcigno, Fran Pfiieger, Sandy Shaw, Larry Stalzer. The OR is an ex officio non-voting member of the Task Force. Should a member leave the Task Force, the Task Force is authorized to choose a replacement.

4.4.2. Charge for the Eighth Principle Embodiment Group (8PEG)

BOT Approved 10/18/2022

The work of the 8PEG will be an important component of leading our Congregation through a process “to build a diverse multicultural Beloved Community by our actions that accountably dismantle racism and other oppressions in ourselves and our institutions.” The Board of Trustees will receive periodic reports and briefings from the 8PEG and facilitate the communication and collaboration of the 8PEG with Congregation members, Lay Ministry teams, Board Committees, other Board Task Forces and Cedar Lane interest groups.

4.4.3. Charge for the Widening the Circle of Concerns Task Force

BOT Approved 10/18/2022

This task force shall engage the Board and Congregation in a Spiritual Journey of Study, Reflection and Action on:

Widening the Circle of Concern (WTCC)
Report of the UUA Commission on Institutional Change, June 2020

1. *A Widening the Circle of Concern (WTCC) Task Force* of 10-13 members would be established by the Board for a period of one year. (January 2022 - December 2022). There is a high likelihood of continuing the Task Force after one year and re-establish the Task Force for a second year. This will be a Board led process and the Task Force would report to the Board with periodic updates of activities.
2. This Board Task Force will be a leadership and facilitation team. The membership will include Board members, Senior Ministry Staff and members of the Congregation. It may engage directly in setting up discussion groups, presentations, guest lectures and other learning activities.

3. The “curriculum” for these study groups will most likely be built around the eleven sections (or portions of sections) of the WTCC report. These are:
 - Trends
 - Theology
 - Governance
 - Congregations and Community
 - Hospitality and Inclusion
 - Living our Values in the World
 - Religious Professionals
 - Educating for Liberation
 - Innovations and Risk Taking
 - Restoration and Reparations
 - Accountability and Resources
4. The Task Force will meet monthly and “sponsor” a Congregation-wide activity approximately once a month, starting in January ‘22. The team will outline its tentative plans for the ‘22 calendar year at the November, ‘21 Board meeting. Promotion of the Task Force and the first event will be done in December, ‘21.

4.4.4. Charge for the Financial Sustainability Task Force

BOT Approved 10/18/2022

To assist the Board of Trustees in developing a comprehensive plan to facilitate a robust and financially healthy spiritual multi-cultural community that provides both a high-touch and a high-tech ministry to support member needs locally and at large. The Task Force will gather perspectives from each Cedar Lane constituency, all the while being mindful of Cedar Lane’s long term financial viability.

Steps:

- The Board and Senior Staff identify 4-6 members to be on the TF. They should be forward-looking, progressive (in the true sense of the word) members. Possible areas of involvement might be from the RE parents’ group, the pastoral care folks, the music ministry, the facilities committee, 8PEG Task Force, the Financial Policy Committee, the Endowment Committee, the Fundraising Committee, etc. – the more diverse, the better.
- Set a timeframe for discussing and developing ideas; set an end date for a report. Aim for a Fall 2022 end date to coincide with the start of the budget season.
- Convene the group as set forth in the timeline; set ground rules for identifying and assessing suggested ideas
- Inventory any corporate record of current and previous attempts that have been done/tried
- Research national UUA trends as well as CLUUC stats on pledges, gifts, other giving and revenue sources to date. Seek historical data from other groups such as the Financial Policy Committee, the Endowment Committee, the Fundraising Committee
- Begin brainstorming keeping to ground rules for submitting ideas for both increasing revenue and saving costs

- Establish a method for ranking ideas; develop a framework for evaluation of efficacy, e.g. ranking, etc.
- Select 3-4 top rated ideas to present to the Board, as well as concepts to be included in a comprehensive plan

4.5. Board Member Expectations and Responsibilities

Responsibilities of Board Members include:

- Regularly attending meetings: The Board meets monthly on the third Tuesday. Board members should make every effort to attend, read materials in advance, and come prepared for discussion. Occasional special meetings may be called.
- Participating in mid-year and end-of-year annual retreats.
- Liaison Duties: Board members may be assigned as liaisons between the Board and other groups.
- Supporting tasks: Board members are expected to support and assist with various functions in the congregation; such as, pledge drive, other fundraisers, Annual Meeting, and special events.
- Task Forces and committees: Each Board member is asked to participate in one or more Board committee or Task Force; to study and develop recommendations to the Board (e.g., policies, goals, congregational vision, capital needs, budget priorities, and Board procedures).
- Participating in congregational conversations: Board members organize opportunities to engage with the congregation about pending issues.
- Actively welcoming visitors and helping assimilate new members into congregational life.
- Listening to members and visitors: through listening, Board members are better able to understand congregational aspirations and reflect them in the exercise of oversight responsibilities.
- Participating in significant congregational events: Board members should attend special events such as the Auction, Stewardship Dinners, Board-sponsored Community Lunches, and community outreach events.
- Participating in study practices: Periodically the Board will discuss and commit to a shared routine (study or spiritual practice) that is relevant to the transcendent meaning of the Board's work on congregational Mission and Vision.
- Pass administrative and program matters raised by congregants to the Executive Staff.

Other Official Recurring Duties of the Board include:

- Approving contributions to the Unitarian Universalist Association (UUA), and affiliated denominational organizations,
- Approving the Ministers' housing allowances,
- Approving delegates to the UUA General Assembly, and to other affiliated organizations,
- Setting salaries for and approving contracts with the Senior staff,
- Assuring financial health,

- Conducting an Annual Performance review of the Senior Minister.

4.6. Board Meetings

- Robert's Rules shall guide Board deliberations.
- All Board meetings shall be open to the members and friends of Cedar Lane. The Board's minutes shall be posted on the Board bulletin board and the website.
- The Secretary shall review outstanding action items from previous meetings.
- Motions for Board decision shall be circulated, in writing, in advance, whenever possible.
- The Board may appoint from its members a Participant Process Observer charged to monitor the meeting and
 - indicate when discussion veers into Ministry areas more appropriate for Staff, and
 - evaluate how effectively the Board has performed its duties, e.g. sufficient time for discussion of significant issues.
- Urgent matters occurring between regularly scheduled meetings may be handled by conference call. Decision-making by email should be used only when no other alternative is possible due to time constraints and the urgency of the matter.
- The President may call an "Executive Session" in which only elected Board members and other persons designated by the President may be present to discuss a highly confidential and sensitive issue.
 - The initial discussion of the annual evaluation of the Senior Minister may be held in Executive Session.
Minutes of Executive Sessions shall be of a summary nature and shall report decisions made.
 - Executive Sessions shall be used sparingly.
 - If a Board member objects to the call for executive session, the issue shall be put to a vote and the majority shall prevail.

4.7. Congregational Meetings

Congregational Meetings shall be organized with the following roles and responsibilities:

- Chair - facilitator of the meeting, typically the Board President
- Parliamentarian - arbiter of Roberts' rules, typically a member of the congregation
- Timekeeper - during discussion elements and for agenda items, typically a Board member.
- Secretary - to record the minutes of the meeting, typically the Board Secretary with assistance from the Assistant Secretary
- Registrar(s) - to register eligible voters before the meeting, typically multiple Board members led by the Board Secretary with voter roll input from the Executive Director
- Vote counter(s) - to observe and count ayes/nays/abstentions

- Discussion Assistants - to organize floor discussion, scanning for those wishing to speak and offering assistance like delivering microphones
- Audio-visual Lead - liaison with the AV Team to prepare for and conduct the meeting with the AV Team support

Pre-meeting Procedures:

- Determine and create material for a voting method, e.g. a numbered card distributed to each eligible voter as they register, button to be used on Zoom to approve or reject a motion.
- Determine and create material for voter registration so that each registrar knows whether an individual is eligible to vote, and it can be known at meeting start whether a quorum exists.
- Arrange facility setup, cleanup, audio-visual, and food and beverage service as needed.
- Determine and circulate the agenda and related materials, including whether any anticipated votes require a different threshold than majority to pass.

Meeting Procedures:

- For meetings conducted online or in a hybrid mode with some participants attending virtually, begin the meeting with instructions on using the online tools to raise their hand, ask a question and vote.
- A member with a question about procedure may raise a point of order, and the decision of the Parliamentarian shall be final.
- For agenda items including voting and floor discussion:
 - The Chair entertains a motion to adopt the motion.
 - The Chair allocates a specific amount of time for discussion of the motion, typically 10 minutes.
 - During a discussion period, the floor will be open for discussion in accordance with the following:
 - The Chair will recognize one speaker at a time, giving each two minutes for remarks that are relevant to the motion on the floor.
 - All speakers must be recognized by the Chair and address remarks to the Chair.
 - The Timekeeper will give a 'conclude' indication with 30 seconds remaining, and an 'expiration' indication when time is up.
 - No speaker will be recognized a second time until all those wishing to speak have had a turn.
 - Upon expiration of the allotted time, the Chair calls the question.
 - A majority of those present and voting is required to pass the motion unless a different requirement is specified in the bylaws or policy.
- Any procedures not covered here shall be governed by Roberts Rules of Order, as interpreted by the Parliamentarian.

Post-meeting Procedures:

- The Secretary records this meeting's [draft] minutes as part of the next Board meeting's material. Congregational approval of these minutes should be on the next Congregational Meeting agenda, after which the Secretary publishes these minutes.
- The Secretary preserves any paper records from registration or voting until the minutes are approved.

The following UUA links may be useful in planning and executing multiplatform or fully remote meetings.

- <https://www.uua.org/leaderlab/multi-platform-resources>
- <https://www.uua.org/leadership/library/voting-online>
- <https://www.uua.org/leadership/library/it-legal-hold-congregational-meetings-online>
- <https://www.uua.org/leadership/library/streaming/online-meeting-manual>
- <https://www.uua.org/leadership/library/streaming/online-human>

4.8. Nominating and Leadership Development Committee (NLDC)

1. The NLDC shall be a permanent committee of the congregation. It shall conduct searches for candidates, maintain a roster of candidates, and nominate qualified persons from among the active membership as candidates for election to the Board of Trustees and for standing committees. The NLDC will assist in recruiting for ministry teams if requested.

The NLDC shall develop and conduct periodic leadership development activities such as

- identifying and nurturing leaders
 - organizing periodic leadership training sessions
 - suggesting mentoring structures
 - supporting board members, committee chairs and ministry team leaders
2. Members of the NLDC shall be members in good standing of the congregation and qualified to vote as provided in Bylaws IX.1 (June 5, 2022).
 3. The term of office for NLDC members shall be 3 years commencing on July 1 of the year of the election and ending on June 30 of the third succeeding year.
 4. The NLDC shall be composed of not fewer than 9 or more than 13 active members. One of these members shall be an immediate past member of the Board of Trustees who will serve as a non-voting ex officio member.
 5. The Board President-Elect shall be an ex officio voting member of the NLDC.
 6. NLDC members shall be elected by a majority of votes cast at the Annual Congregational Meeting. Nominees for election to the NLDC shall be proposed by the sitting members to fill staggered or special vacancies as they arise. No person shall serve two consecutive terms on the NLDC.

7. The trustees may nominate one or more candidates-at-large for election to the NLDC provided that the provisions of Paragraph 4 are not thereby exceeded, and the nominees are not trustees at the time of nomination. On or before March 1 of each year the trustees shall publish in the Newsletter a list of candidates who have been nominated for election to the NLDC.
8. Additional nominees for election to the NLDC may be placed on the ballot by petition in accordance with the provisions of Bylaws V.2 (June 14, 2020) in which event the nominees receiving the most votes will be elected.
9. At the last NLDC meeting before the Annual Congregational Meeting, the NLDC shall elect from among its members a Vice Chairperson who will serve as Vice Chairperson in the following year and become Chairperson in the year succeeding that one. The NLDC shall select such other officers as are needed for the efficient conduct of its business. Custody of NLDC documents and records shall pass to the newly organized NLDC at the end of the fiscal year.
10. The NLDC will conduct its business independently according to procedures it may adopt, while reporting to the congregation at least annually after informing the Board.
11. The NLDC shall ascertain in advance of its formal nomination of any person that the person is willing to serve, if elected. No later than March 1st of each year the NLDC shall publish in the Newsletter the names of nominees for the positions of trustees (including those of Assistant Secretary and Assistant Treasurer) who have agreed to stand for election at the next Congregational Meeting. At least one nomination is to be made by the NLDC for each position to be filled.
12. Candidates nominated by the NLDC shall provide experience and expertise, offer gender, generational and multi-cultural diversity and have served the congregation.

5. Delegation of Authority

5.1. Global Delegation to Executive Staff

5.2. Budget Delegation

The Board Policies for the Operating Budget and the Capital Reserve follow.

5.2.1. Operating Budget

Long-term responsible management of Cedar Lane's finances requires the discipline of balanced budgets. The congregation shall strive to live within its means, with operating

expenses not to exceed operating income. Because achieving balance often requires a sustained effort over years in order to avoid sudden and disruptive changes in staffing and services, these procedures prepare and adopt annual operating budgets in the context of a longer-range financial forecast.

Operating Income includes pledges, gifts less than \$10,000, facility usage, interest, plate donations, auction income, rummage sale income, and income from other congregational activities and programs. Operating income may include, as needed and approved by the Board, annual disbursements from the Endowment and Memory Garden Fund, transfers from Cedar Lane investment funds, and major gifts.

Operating expenses may include, but not be limited to, those for personnel, administration, facilities, utilities, grounds, program, teams and committees, the Board of Trustees, the denomination, music, religious education, social justice, contingencies and others recommended by the Executive Staff.

Budgeting Process

The Executive Staff proposes an Operating Budget. This annual budget derives from priorities and parameters established by the Board, and is based on the congregation's mission, vision, and strategic plan. The Executive Staff will act in a spirit of responsible stewardship of Cedar Lane's resources.

The Executive Staff will work with the FPC and Endowment Committee to include in its budget proposal a look-ahead to significant changes in major income and expense categories that can be anticipated over the two years beyond the upcoming fiscal year. The second and third years of this three-year plan of necessity will not be as detailed as the next year's budget, but should provide a context in which the Board can weigh the anticipated financial impacts of shifts in programs and staffing.

After the Operating Budget is approved by the Board and adopted by the congregation, the Executive Staff will manage income and expenses as budgeted with support from appropriate teams and committees. The Executive Staff ensures that budget allocations do not exceed parameters without Board approval, and provides monthly reports to the Treasurer. The Treasurer and the FPC shall monitor operational income and expenditures and notify the Executive Staff and Board if issues arise, including proposing actions to address the issues.

Financial reports shall show overall financial performance compared to budget and highlight significant financial or operational issues. They shall be emailed to the Board one week prior to the monthly meetings. Board discussion shall focus on action(s) required and issues related to compliance with Board policy.

The Board may make necessary adjustments to the approved operating budget for the current fiscal year, and then shall inform the congregation.

5.2.2. Capital Reserve

Background

The Capital Reserve provides for planning and budgeting of major long-term building and grounds maintenance/replacement and improvement projects by including in annual budgets an allocation of funds sufficient to cover these long-term costs.

Annual Capital Reserve Allocation

In February as part of its development of the operating budget the Executive Staff proposes an annual allocation of funds to the Capital Reserve account for approval by the Board. The allocation will reflect input from the Facilities Team, the FPC, the Endowment Committee, and Executive Staff.

A separate allocation of operating budget funds will be made to cover annual maintenance of buildings and grounds.

The primary sources of income for the Capital Reserve are

- line item(s) in the annual operating budget
- distributions from the General Endowment Fund or other Funds
- bequests made directly or assigned by the Board

The Treasurer will report the status of the Capital Reserve account to the Board annually.

5.2.3. Budgeting Calendar

The calendar below outlines the annual cycle for the operating budget and related financial activities. But first, the following take place periodically:

- The FPC in concert with the Executive Director monitors operational income and expenditures during the year for substantial deviations from the approved Operating Budget and notifies the Board of anticipated or actual deviations together with related advice on action to be taken. (from the [FPC Charter](#))
- Treasurer reports to the Board quarterly on the results of any Internal Accounting Reviews - scheduled for August, November, February, and May. (from [Care for Financial Resources](#))

Month	Activity
July	No Board involvement required.
August	<ul style="list-style-type: none">• <u>Executive Director and Treasurer</u> present and discuss the annual budget process at the Board meeting.

	<ul style="list-style-type: none"> ● <u>Executive Director</u> presents preliminary financials for the previous fiscal year and measures of the extent to which past Board priorities are being achieved. (from Annual Goals and Priorities) ● <u>Board</u> develops a plan for gathering congregational, team, and staff input on goals and priorities for the upcoming fiscal year; what people are feeling, what they like, what needs tweaking, how Cedar Lane is doing, etc. (survey, town halls, ...) (from Board Covenant and Annual Goals and Priorities)
September	<ul style="list-style-type: none"> ● <u>Board</u> implements the plan for congregational, team, and staff input. (from Board Covenant) ● <u>Board</u> discusses the extent to which past Board priorities are being achieved and new goals and priorities for next fiscal year and beyond, with measures. (from Annual Goals and Priorities)
October	<ul style="list-style-type: none"> ● <u>Board</u> sets and publishes goals and priorities for the upcoming fiscal year, with relevant measures. This should flow from the discussion in September and the congregational input. (from Annual Goals and Priorities) ● <u>Board</u> provides guidance to staff to assist them in determining the resources needed to accomplish next year's Board-set annual goals and priorities and to estimate future costs. ● <u>Executive Director</u> provides updates to the FPC on the close-out of the previous fiscal year and projected figures for the current fiscal year and reports on the extent to which this year's Board-set goals and priorities are being achieved. (from Annual Goals and Priorities)
November	<ul style="list-style-type: none"> ● <u>Executive Staff</u> reaches out to Ministry teams and other pertinent groups for input on resources needed for programs and activities, given the Board-set goals and priorities for the upcoming fiscal year. ● <u>FPC</u> updates and refines its view of the <i>anticipated</i> effect on the current general trend of operating income and expenses on future budget deficits/surpluses, support staff efforts, and consults with other committees and teams as needed. (from the FPC Charter)
December	<ul style="list-style-type: none"> ● <u>Executive Staff</u> advises the Board of any major problems with meeting the current fiscal year budget or the Board-set annual goals and priorities. ● <u>FPC</u> presents to the Board its initial advice on how the current general trend of operating income and expenses may affect future budget deficits/surpluses. The FPC also presents likely options for disbursements from the General Endowment and other investment funds in consultation with the Executive Staff and Endowment Committee. (from the FPC Charter) ● <u>Board</u> discusses the current general trend of operating income

	<p>and expenses on future budget deficits/surpluses and options for disbursements and provides feedback to the FPC and Executive Staff.</p>
January	<ul style="list-style-type: none"> ● <u>Executive Staff</u> proposes to the Board anticipated changes to senior staff structure and compensation for the upcoming fiscal year and the impact of these changes on the Board's priorities, expenses, and any projected deficits. (from Staff Structure and Compensation) ● <u>Board</u> discusses and decides whether it agrees with these staff changes so that Executive Staff can incorporate them into forecasted expenses.
February	<ul style="list-style-type: none"> ● <u>Endowment Committee</u> provides options for the next fiscal year disbursements from the Endowment and other funds and notifies Executive Staff and FPC in advance of the February Board meeting. (from the Endowment Committee Charter) ● <u>Endowment Committee</u> provides a portfolio and a designation of gifts report to the Board. (from the Endowment Committee Charter and the Policy Concerning Non-Pledge Gifts) ● Treasurer reports on the status of the Capital Reserve. (from Capital Reserve) ● <u>Executive Staff</u> reports on the extent to which the goals and priorities underlying the current year's budget are being achieved. (from Annual Goals and Priorities) ● <u>Executive Staff</u> presents to the Board a draft budget plan for the upcoming fiscal year and the two following years, including the basis for any significant changes in income or expenses together with associated measures of whether the intended results occur. ● <u>FPC</u>, in consultation with the Executive Staff, provides its view to the Board on the current financial trends and income and expenses included in the initial draft of the proposed three-year budget plan and how they would affect the annual operating budget deficit/surplus over that period. ● <u>Board</u> discusses the draft budget plan and any variance between income and expenses in light of established priorities and provides direction to Executive Staff as to addressing any variance.
March	<ul style="list-style-type: none"> ● <u>Board</u> provides the Executive Staff with feedback on the proposed budget plan. ● <u>Executive Staff</u> incorporates Board feedback into the budget for the upcoming fiscal year and updates the budget plan for the following two years. Executive Staff also provides budget feedback to teams/groups who then revise programs and activities. ● <u>Executive Staff</u> proposes the goal and schedule of the Annual Giving Campaign. (from Bylaws X.3 June 5, 2022) ● <u>Board</u> decides on the goal and schedule of the Annual Giving Campaign.

	(from Bylaws X.3 June 5, 2022)
April	<ul style="list-style-type: none"> ● <u>Executive Staff</u> presents the final three-year budget plan to the Board. If more than a 5% Endowment disbursement is required for the upcoming year, the Executive Staff will provide an alternative budget for the upcoming year that does not require more than a 5% disbursement should the Congregation not approve the proposed budget. ● <u>FPC</u>, in consultation with the Executive Staff, provides its view to the Board on how current financial trends and income and expenses included in the final draft of the proposed budget plan for the next three years would affect the annual operating budget deficit/surplus over that period. ● <u>Board</u> discusses and decides on the final budget to be proposed for congregational approval along with any alternative budget.
May	<ul style="list-style-type: none"> ● <u>Executive Staff</u> reports on the extent to which the goals and priorities underlying the current year's budget have been achieved. (from Annual Goals and Priorities) ● The <u>Board President, Treasurer, and Executive Director</u> prepare a summary presentation of the budget(s). ● <u>Board</u> conducts informational meeting(s) for the congregation regarding Cedar Lane priorities and how they are reflected in the budget(s).
June	<ul style="list-style-type: none"> ● <u>Treasurer and Executive Staff</u> present the budget at the Annual Meeting for congregational approval, as well as year-end results from the previous year and estimated results of the current year.

5.3. Executive Limitations

Staff and Volunteers

- Board approval is required for hiring, terminating, executing or changing employment agreements, housing allowances, or the compensation or job description of Senior Staff positions.
- Staff shall only fill positions that fit within the current budget.
- Senior Minister shall not address allegations of sexual harassment when also a party to the matter or feels the need for recusal.
- Executive Staff shall refer all whistleblower allegations to the Board.

Financial Planning and Implementation

- Staff shall only approve cash disbursements in accordance with Board policy and by approved individuals.
- Staff shall not approve contributions to the UUA, or the CER.

5.4. Delegation to Others

5.5. Powers Reserved to the Board

6. Guidance and Limitations

6.1. Staff Structure and Compensation

Cedar Lane is committed to offering fair compensation to the members of the Staff based on the UUA's fair-compensation guidelines.

1. Compensation consists of salary and benefits. Called ministers may receive housing allowance as part of compensation.
2. The Board shall annually review compensation for Senior Staff and consider adjustments relative to current financial conditions. Annual adjustments are in two separate categories:
 - a. Cost of living adjustments shall be considered annually, based on the most recent annual UUA adjustment guidance.
 - b. Merit increases above the adjustment for cost of living may be considered.
3. The board shall maintain records of compensation adjustments.

6.2. Care for Staff and People

1. **Health and Safety:** The Executive Staff shall ensure that all facilities are maintained in a safe, sanitary, and secure condition, that required licenses and inspections are kept up to date, and that problems are corrected promptly. A paid or unpaid staff member shall be designated as the health and safety officer responsible for health and safety: Executive Staff shall include the designee's name in a report to the Board annually.
2. **Emergency Planning:** The Executive Staff shall maintain a written plan for responding to emergencies such as medical emergencies, fire, toxic conditions, weather, communicated threats, active shooter, power outages, natural disasters, or other potentially dangerous conditions. A paid or unpaid staff member shall be designated as the emergency planning officer responsible for preparing emergency response procedures and for conducting drills and training: Executive Staff shall include the

- designee's name in a report to the Board annually.
3. **Sexual Harassment:** Sexual harassment will not be tolerated! In response to violations of this policy, the Senior Minister shall take disciplinary action, which may include termination of employment or membership, or exclusion from Cedar Lane property and programs. The Board shall take such action if the Senior Minister is a party to the allegations or feels the need for recusal.
 4. **Child Protection:** Because of our special responsibility for children and youth in the congregation's care, the Executive Staff shall establish clear written procedures for the selection, training, and supervision of all ministry team members who work with persons age 18 and younger. All such persons must adhere to the provisions of the congregation's current Code of Ethics and current Safety Guidelines for Children and Youth, and review them annually or after revision.
 5. **Non-Discrimination:** No one acting for the congregation shall discriminate because of race, color, age, sex, marital status, sexual orientation, gender identity or expression, disability, national origin or ancestry, economic status, union membership, or political affiliation. Religious opinion and/or affiliation shall be considered only to the extent that it may (a) be a bona fide occupational requirement or (b) prevent an individual from being fully supportive of the congregation's mission and values.
 6. **Universal Access:** The congregation intends to make its premises and activities accessible to persons with disabilities. To this end, after meeting all legal requirements, we will engage in regular examination of our properties, practices, and attitudes for possible further improvement.
 7. **Whistleblower Protection:** The congregation prohibits adverse actions being taken against employees, volunteers, or members in retaliation for any lawful disclosure of information relating to: (a) a violation of any law or local, state, or federal rule or regulation, (b) mismanagement, (c) gross waste or misappropriation of Cedar Lane funds or assets, (d) a substantial and specific danger to public health and safety, or (e) other alleged wrongful conduct. Any person found to have so violated this policy shall be disciplined, up to and including termination from employment or expulsion from congregational membership. Allegations of violations of this policy may be referred to the Board President, the Executive Staff, or any member of the Board.
 8. **Disruptive Behavior:** While inclusiveness is a prime value held by both our congregation and Association, we also believe that we must maintain a safe and secure atmosphere where such openness can exist. When anyone's physical safety, emotional well-being, or freedom of expression is threatened, the source of this threat shall be addressed firmly and promptly. Disruptive behavior may result in expulsion of offender(s). Unacceptable behaviors include perceived threats to safety, disruption of congregational activities, and actions that diminish the appeal of the congregation to existing or potential members. The [Personnel Policy Manual](#) has procedures for addressing inappropriate behavior involving staff: the Right Relations Team has procedures for others.
 9. **Firearms Prohibition:** The congregation prohibits anyone other than on-duty law enforcement officials, or off-duty law enforcement officials hired by Cedar Lane, to carry

a firearm on the grounds of Cedar Lane.

10. **Smoke-Free Environment:** For fire safety and public health, there shall be no smoking inside Cedar Lane buildings, nor within 10 feet of any door or window.
11. **Alcohol and Drug Restrictions:** No alcoholic beverages may be served during Cedar Lane functions at which minors (youth younger than 21 years of age) are present. Consumption or sale of alcoholic beverages on Cedar Lane property must be in line with established congregational procedures regarding alcoholic beverages. Illegal drugs shall not be used or carried on Cedar Lane premises.
12. **Privacy:** Except as approved by the Board, the congregational membership list shall not be made available to, nor employed by, any organization or individual for the purpose of soliciting funds either directly or indirectly. All information in congregational records pertaining to pledges, pledge payments, or other donations shall be deemed confidential. Such information shall be available to a Cedar Lane staff member or other person only to the extent necessary to the performance of that individual's official duties or undertaking on behalf of Cedar Lane; this information shall not be further disclosed, in whole or in part, to any other person unless that person would have been entitled to receive that information directly.

6.3. Disruptive Behavior and Right Relations

Preamble

Consistent with UUA principles, Cedar Lane Unitarian Universalist Congregation encourages the open exchange of opinions among individuals, and the use of the democratic process. We seek to provide a safe environment for expression. Collectively and individually, we take responsibility for the health and peacefulness of our faith community. In that spirit, we adopted a Covenant of Right Relations, which we resolve to uphold. Recognizing that some conflict is inevitable, we will promptly address any behavior that creates a perceived threat to the physical, emotional, or spiritual well-being of our members and friends, and attempt to restore right relations. These procedures recognize that our goal is not to judge each other, but to listen with respect, honesty, and compassion as we attempt to safeguard every individual within our community while maintaining the peace and safety of the whole community. These procedures assume that individuals who listen with respect will come to understand that their behavior, however well intentioned, may be threatening to others in our community. With that understanding, it is expected that they will be open to resolving the issue and upholding our Covenant. These procedures also make provisions for those rare instances when best efforts fail.

These procedures do not address:

- Disputes between individual Cedar Lane participants when those disputes do not involve disruptive behavior as defined here and in the Board Policy Manual. Instead, those individuals will be offered conflict resolution/right relations resources in keeping with our

Covenant to communicate directly, with respect, honesty, and compassion, and to forgive ourselves and each other so we may begin again in love.

- Misconduct by staff members. The Senior Minister addresses misconduct by staff. (Bylaws VIII.1.3 & 4, June 5, 2022).
- Conduct that involves a potential crime, or potential liability to Cedar Lane. The Senior Minister and Board will handle such issues.

Disruptive Behavior

Disruptive behavior is described earlier in the “[Care for Staff and People](#)” section, and involves any action that creates concern for the physical or emotional safety of children or adults, disturbs congregational activities and functions, or weakens Cedar Lane’s ability to serve current and future members by causing offense and driving them away. Disruptive behavior can occur on Cedar Lane grounds or at congregation-sponsored events at other locations.

- **Immediate threats.** Any minister, staff member, or lay leader faced with an immediate threat of harm to the safety and well-being of any individual or group on Cedar Lane property is authorized to respond appropriately to remove an offending individual from the premises, including a call to law enforcement if needed. A full report to the Senior Minister and Board of Trustees must be made immediately after the incident.
- **Non-immediate threats.** Reports of any disruptive behavior should be made in writing to the Senior Minister (or designee). The Senior Minister shall attempt to establish facts, determine whether disruptive behavior has occurred, and then either address it, or refer the reporting individuals to conflict resolution/right relations resources. The minister will use best efforts to care for all individuals and arrive at a solution to resolve a disruptive behavior situation. These pastoral efforts may include:
 - Inquiries to discover relevant personal information that might inform the dispute.
 - An agreement in writing to abide by the Covenant of Right Relations.
 - An agreement to avoid contact with certain individuals or groups.
 - A joint conference with family members with consent from the individual.
 - A joint conference with groups or teams to which the individual belongs.
 - Removal from volunteer activity in consultation with the group(s) engaged directly in that activity.
- **Referral to a Right Relations Team.** A Right Relations Team (RRT) appointed by the Senior Minister in conference with the Board of Trustees when:
 - The best efforts of the ministers do not resolve the disruptive behavior situation within 30 days of its being reported.
 - In the Senior Minister’s judgment, the issue should be transferred to the RRT.
 - The individual requests appointment of a Right Relations Team and agrees to follow the RRT’s recommendations, which are binding.

Right Relations Team (RRT)

- **Team Composition.** The Senior Minister shall utilize best efforts and resources to appoint a Right Relations Team of Cedar Lane members with skills and expertise appropriate to

address the specific problem at issue disruptive behavior. The RRT shall consist of either three or five congregation members. Staff and members of the Board may not serve on the RRT. The RRT will review and become familiar with these procedures.

- Notifications
 - The Senior Minister will notify the individual in question that the problem has been referred to the RRT has been set up to resolve the problem. That individual will be given a list of the members on that team and the individual will have 10 days to object with an explanation to any one RRT member's participation. The Senior Minister, for good cause shown, will find another RRT member to substitute.
 - The RRT will notify the individual in question — and any key people it deems essential to understanding the issue — of the process that will be used. The RRT will conduct a thorough investigation, and use best efforts to ensure that all individuals feel they have been heard, and to prevent, if at all possible, the permanent removal of any individual from Cedar Lane.
- Meetings and Methods
 - The RRT will meet first with the Senior Minister to review the facts that may establish disruptive behavior. All individuals directly involved in or witness to the disruptive behavior will be invited to submit written evidence as part of the RRT's additional fact-finding and research. The RRT will interview the individual and will use discretion and best judgment to decide how interviews should take place regarding persons directly involved in or witness to the disruptive behavior. Impartiality and fairness are paramount in all RRT proceedings.
 - If the RRT does not find sufficient evidence of disruptive behavior, it will report its conclusion, in writing, to the Senior Minister, the Board, and all individuals involved no later than 30 days from meeting with the Senior Minister. Otherwise, the RRT will continue to meet to find a resolution.
 - The RRT will protect the identity of any individual who provides, in writing, a reasonable basis for that request. No other confidentiality or nondisclosure agreements will be made.
 - One member of the RRT will take minutes of every meeting. The RRT will send its meeting minutes to the Senior Minister and the Board President as soon as possible and make them available on a timely basis to any member of the congregation who requests them in writing.
- Findings and Recommendations
 - The RRT will finalize its recommendations within 60 days of its first meeting. The Senior Minister and Board may approve an extension not to exceed 30 days. While deliberating, the RRT may institute temporary restrictions it deems essential to protect the peace, safety and well-being of the congregation. While contemplating temporary or permanent restrictions on an individual's behavior or participation in congregational programs, the RRT will be mindful of the necessity to respect an individual's inherent worth and dignity.
 - A majority of the RRT must agree on the recommended solutions. The

recommendations, in the form of an agreement, to be dated and signed by the individual and the RRT will be submitted to the Senior Minister and the Board in writing.

- If the RRT cannot find a solution or that an individual will not voluntarily agree in writing to abide by RRT recommendations, the RRT will refer the matter to the Board and inform the Senior Minister.
- If a signatory is in violation of the agreement, the RRT will reconvene promptly to discuss appropriate remedies, including but not limited to denial of participation in congregational activities or referral to the Board for removal from membership.

Matters Referred to the Board

- The Board will review the process and records for all referrals from the RRT. If the Board concludes that the RRT did not follow appropriate procedures, the Board will instruct the Senior Minister to appoint a new RRT to reconsider the matter. If all is in order, the Board will let the RRT's recommendations stand, and will inform the individual that it is considering permanent removal from membership or participation in congregational activities, per Bylaws III.5 and VI.4 (June 14, 2020). The Board will then promptly schedule a special meeting to allow that individual to speak on their own behalf.
- An individual removed from membership or participation may petition the Board for consideration of reinstatement. The Board may specify conditions for return and set criteria for evaluation of compliance. A two-thirds majority will be required to allow return to the community.
- The Board shall develop a notice of removal disclosure to the congregation that includes the process and rationale through which the Board made its decision. The disclosure shall balance the need for privacy against the need for sufficient detail, and shall be issued in a timely manner and in a form made easily available to any interested member.

6.4. Care for Resources

6.4.1. Care for Financial Resources

- A. FINANCIAL MANAGEMENT: The Executive Staff shall be responsible for making day-to-day fiscal decisions within the parameters of the annual Cedar Lane budget. The Executive Staff:
 - a. Shall keep the Board Treasurer fully informed on a monthly basis of Cedar Lane's ongoing financial status, including any projected material deviation from the current approved budget.
 - b. Shall not exceed the total budgeted spending for the year without obtaining Board approval.
 - c. May increase any broad budget category established by the Board by up to 15 percent by transfer(s) from other broad budget categories, provided that the total

amount of the budget is not exceeded, the transferred amount is clearly noted in the financial reports, and the Board is notified in a timely manner.

- d. Shall not cause or allow expenditures to deviate materially from budgeted amounts aligned with Board-set annual goals and priorities.
 - e. Shall invest Cedar Lane operating funds only in federally insured banks, except that operating funds may be temporarily transferred to the Endowment Fund for investment in accordance with the Endowment Committee's policies.
 - f. Shall invest non-pledge non-restricted monetary gifts in accordance with Board guidance.
 - g. Shall buy or sell real estate only with Board direction.
 - h. Shall honor donor restrictions and trust provisions.
 - i. Shall not jeopardize the congregation's tax-exempt status under local, state, or federal law.
 - j. Shall not incur long-term debt except by Board direction.
 - k. May take out temporary debt (90 days or less) using already-approved sources such as credit lines and credit cards in accordance with established procedures.
- B. ASSET PROTECTION: The Executive Staff shall develop administrative practices and procedures designed to prevent harm to the congregation's reputation and assets.
- a. Financial controls: Written procedures shall govern the handling of receipts, access to cash and bank balances, approval of expenditures, payment of invoices and other obligations, and management of funds. To the extent practicable, the functions of record-keeping, bank reconciliation, and cash disbursements shall be under the control of unrelated persons. Only the Board President, Board President-Elect, Board Treasurer, Executive Staff, and Assistant/Associate Minister(s) are authorized to approve cash disbursements. At least one authorized individual shall approve all cash disbursements. Two unrelated authorized individuals shall approve all disbursements of \$5,000 or more that are not part of an existing contract or related to normal payroll expenses. Cedar Lane accounting records shall be reconciled with financial institution statements as often as those statements are issued, and copies of such reconciliations shall be provided to the financial policy committee of the Board as requested.
 - b. Accounting: Cedar Lane's financial record-keeping shall follow Generally Accepted Accounting Practices that are reasonable and appropriate to congregations of comparable size.
 - c. Internal Review: The Board Treasurer will designate persons who have not been involved in transactions being reviewed to conduct an internal review at least quarterly of:
 - i. checking account reconciliations, including...
 1. proper signatures, including two signatures for amounts over \$5000
 2. Unusual checks or wire transfers
 3. checks older than 9 months that have not been cashed

- ii. payroll payments including taxes
 - iii. direct deposits
 - iv. credit card charges
 - v. large expenditures, e.g., payroll, utilities, projects like HVAC, AIM, UUA, health insurance and other benefit contributions, consistent with budget and Board policies and authorizations.
 - vi. Endowment disbursements
- d. External Review: The Board Treasurer will designate an outside professional accounting firm to conduct a financial review including the adequacy of procedures and controls at least every five years, as required in Bylaws X.6 (June 5, 2022). (Note: financial review is an industry standard term, as is financial audit; an external review is an appropriate level of detail: the additional detail in an external audit seems unnecessary.)
- e. Insurance: The Executive Staff shall ensure that adequate insurance is maintained to protect against property losses at replacement value and liability for injuries to others, less reasonable deductible and/or co-insurance limits. Insurance coverage shall include both corporate liability and personal liability of Board members and staff, taking into account pertinent statutory provisions and exemptions applicable to Maryland non-profit organizations. The Board, after review by the FPC, will annually approve insurance coverage.

6.4.2. Care for Non-Financial Resources

- a. Document retention: Written procedures shall govern the retention and destruction of Cedar Lane's documents, giving definite retention periods (consistent with legal requirements) for classes of financial, business, pastoral, personnel, and corporate records in both paper and electronic forms.
- b. Archives: Written procedures shall govern the permanent retention and preservation of historical records (including paper and electronic documents, books and other publications, photographs, audiovisual materials, and artifacts).
- c. Tangible property, buildings and grounds: The Executive Staff shall ensure that these assets are maintained in good working order. Preserving Cedar Lane's architectural integrity, the site's wooded character, and aesthetic values shall be ongoing priorities.
- d. Cremated Remains: A Cedar Lane minister may receive cremated remains from anyone wishing to have ashes scattered on Cedar Lane grounds. The ashes shall be scattered, by or in the presence of a Cedar Lane minister, widely and away from areas where the congregation may build in the future. The minister shall secure a written release from the responsible survivors.
- e. Intangible property: The Executive Staff shall ensure that Cedar Lane's intellectual property, computerized information, files, and other intangible property are protected from significant damage or loss.
- f. Green sanctuary: The Executive Staff shall ensure that Cedar Lane's Green

Sanctuary status is maintained.

6.5. Membership

Our procedures reflect the value and meaning of membership in the congregation; provide clarity and an intentional path for those considering membership, coordinate interaction between congregational leaders and new members to discuss mutual expectations, explain financial commitments, sustain this connection over time, and to maintain accurate membership lists.

MEMBERSHIP VALUES

Cedar Lane is a welcoming congregation, ever-striving to foster a multicultural membership of diverse ages, religious heritages and traditions, races, colors, genders, affectional or sexual orientations, economic circumstances, and national origins. In this free religious community, members pursue their personal journeys, gain strength from a caring, inclusive congregation and contribute to its collective integrity.

Although members need not adhere to any specific creed or theological doctrine, we share a commitment to the eight principles of Unitarian Universalism which appear in this policy manual's [Philosophy of Governance and Ministry](#) section.

Members of the congregation of Cedar Lane constitute an autonomous, self-governing body. Members covenant with each other to actively engage in a shared ministry and live out the values we hold in common as set forth in Cedar Lane's Vision and Mission Statements.

MEMBERSHIP ELIGIBILITY

Refer to the Cedar Lane Articles of Incorporation, Article the Fourth (October 1 2019), which describes conditions for membership in the congregation.

RIGHTS OF MEMBERSHIP

Refer to the Cedar Lane Bylaws, Section III (June 14, 2020), which describes entitlement of members to vote at Congregational Meetings, and to serve in leadership positions.

Rites-of-Passage: Child Dedications, Weddings and Memorials are offered to members at no charge.

PATHWAY TO MEMBERSHIP

Individuals prepare to join by:

1. Attending a Membership Orientation program to review the guiding principles of Unitarian Universalism, Cedar Lane's Mission and Vision, and the rights, responsibilities, and values of membership.
2. Meeting with one of the ministers to begin the relationship. This is an opportunity to

share what brings them to the congregation and what kind of opportunities or ministry they are seeking.

3. Attending a Welcome Workshop to foster interpersonal connections, reflect on UU history, and discuss religious education and community care.
4. Attending a Newcomer Meeting to gather with Cedar Lane leaders and newcomers to get acquainted and to share information and answer questions about congregational life.

Then, accept an invitation to sign the membership book, either during a Sunday New Member Welcome Ceremony or as alternately arranged. This signature constitutes active membership.

Long-time friends of the congregation who wish to join are encouraged to follow this “pathway,” with special emphasis on meeting with a minister. A membership coordinator is the primary facilitator of this process, in collaboration with the ministers, fellow staff and lay leaders.

ACTIVE MEMBERSHIP

To deepen the meaning of membership, individuals are encouraged to engage in the congregation’s activities:

- Attend worship services regularly,
- Serve the congregation on a team, committee, or other volunteer opportunity,
- Connect with other members,
- Give generously, and
- Meet with a minister periodically to “take stock”.

Active membership status and eligibility to vote at Congregational Meetings requires genuine engagement in congregational activities.

Only members that name Cedar Lane as their primary congregation shall be included in the annual certification to the Unitarian Universalist Association.

REMOVAL FROM MEMBERSHIP

At regular intervals (such as preparing to certify voting membership with the Unitarian Universalist Association and the end of the fiscal year,) the Executive Director, at least one representative from the Membership team and one from the Board will meet to review the membership list to identify lapsing members. These leaders will develop an outreach plan and engage with less active members. Those who do not respond or wish to be removed from membership, will be designated as former members.

Lapsed members may renew their membership by notifying Cedar Lane’s office and engaging in congregational activities. While not required, they are encouraged to participate in the path to membership programs and to meet with a minister.

The membership team is encouraged to maintain contact with members who have moved out of the area, and with youth who have graduated from the Religious Education program.

MEMBER EMERITUS

As an expression of Cedar Lane's pastoral ministry, the Board of Trustees may bestow the status of non-voting "member emeritus" to elder members of the congregation who, due to financial, physical or cognitive limitations are unable to satisfy the obligations of membership but warrant on-going inclusion on the membership rolls. This legacy status is reserved for members who have a long history of active commitment of their "time, talent and treasure" to Cedar Lane Unitarian Universalist Congregation. Ministers, staff and members of the congregation may nominate a member for "member emeritus" status. These decisions will be made and communicated with discretion.

FRIENDS OF CEDAR LANE

The membership team is encouraged to maintain regular contact with Friends of Cedar Lane, those who provide continuing engagement in congregational activities but who choose not to become members.

6.6. Conflict of Interest Policy

DEFINITIONS OF CONFLICTS

If any trustee, employee, or volunteer has direct or indirect interest in, or relationship with, any individual or organization that proposes to enter into any transaction with CLUUC, such as,

- the sale, purchase, lease or rental of any property or other asset,
- employment, or rendition of services, personal or otherwise,
- the award of any grant, loan, contract, subcontract, or
- the investment or deposit of any funds of CLUUC;

that person shall be considered an "interested person" and shall disclose in advance such interest or relationship as specified in this policy.

IMPLEMENTATION

The Board President shall ensure that all trustees, committee and Task Force members, and the Executive Staff are informed of this policy, and the Executive Staff shall ensure that all paid and volunteer staff and Team members are informed.

- The Senior Minister, trustees, and committee and Task Force members shall disclose possible conflicts to the Board President.
- Paid and volunteer staff shall notify the Executive Staff before making decisions with regard to any transaction involving such a conflict.
- Each trustee and paid staff
 - shall annually acknowledge this policy in writing via the included Disclosure form, and

- shall promptly disclose, as they arise, any involvements with individuals, organizations, or vendors that might cause, or might reasonably be likely to cause, a conflict.
- Volunteer staff, committee and task force members shall annually acknowledge this policy by reasonable written means, e.g. statement in meeting minutes submitted to the Board.
 - Committees shall include this acknowledgement with their first submission of meeting minutes to the Board secretary.

DETERMINATION OF CONFLICT OF INTEREST AND DISPOSITION

- If the Board President or Executive Staff becomes aware that a possible conflict of interest exists concerning a trustee, Committee member, or the Executive Staff, and if a private discussion with that person does not resolve the matter, it shall be promptly referred to the Board of Trustees.
- In the event of a referral, the Board shall determine if a material conflict of interest exists. Prior to the determination, the Board President shall present information to the Board concerning the possible conflict of interest. The interested person shall be given the opportunity to make a statement, either in person or in writing. The deliberations of the Board may be held in executive session. The interested person shall not be present during such deliberations. The interested person shall also refrain from involvement in the decision-making process and not attempt to influence the matter.
- If the Board determines that a material conflict of interest does exist, it shall then determine whether the proposed transaction is just, fair, and reasonable in the light of the disclosures. In making its decision, the Board shall determine whether Cedar Lane can obtain, with reasonable efforts, an equally advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- If the Board of Trustees concludes that a serious violation has been committed by a member of the Board, the Board of Trustees shall take appropriate disciplinary measures, up to and including removal from the Board.
- Any determination concerning a conflict of interest shall promptly be communicated to the interested person.
- Possible conflicts of interest involving paid and volunteer staff shall be handled under procedures developed by the Executive Staff in the [Personnel Policy Manual](#).

PROTECTION FROM CONSULTING CONTRACTORS

- The Board President and Executive Staff shall ensure that all contracts for consulting services have no conflicts of interest on the part of the consultant.

VIOLATIONS OF THE CONFLICT OF INTEREST POLICY

If there is reasonable cause to believe that an individual trustee or volunteer has failed to

disclose actual or possible conflicts of interest, or has otherwise violated this policy, the Board President shall inform the individual and afford the individual an opportunity to explain the alleged violation to the Executive Committee of the Board. The Board President or Executive Staff as appropriate shall then take disciplinary and corrective action as needed.

ACKNOWLEDGMENT FORM

Cedar Lane Unitarian Universalist Congregation Conflicts of Interest Policy
Trustees and Employees Annual Statement

1. I hereby acknowledge receipt of a copy of this policy adopted by the Board of Trustees on _____, and confirm that I have read it.
2. Except as may be noted below, I am in compliance with all of the provisions of this policy.
3. I understand that this policy requires me to disclose to the Board President or my supervisor at the earliest opportunity of any situation that may arise that could present a conflict of interest.
4. The following is a list of potential conflicts of interest as described in this policy with respect to me.

Current conflicts of interest: (If none, enter the word "None.")

[Use additional sheet of paper if necessary]

Name _____

Signature: _____

Date: _____

6.7. Policy Concerning Political Activity

6.8. Policy for Spending Endowment Appropriations

6.9. Policy Concerning Non-Pledge Gifts

USE OF GIFTS

Endowment Gifts provide Cedar Lane a more secure and stable financial future. The Bylaws describe terms for an annual disbursement from the endowment. The Board shall annually review designations of endowment gifts. Changes of designation deemed appropriate by the Board shall be requested of the donor or donor's designee, or of the congregation if the donor or designee is not available.

MANAGEMENT OF UNRESTRICTED NON-ENDOWMENT GIFTS

Unrestricted non-endowment gifts under \$10,000 will be entered as income gifts in the operating budget statement.

Unrestricted non-endowment gifts of \$10,000 or more may be applied toward pressing needs, as recommended by the Financial Policy Committee and approved by the Board of Trustees, or placed in the Cedar Lane Investment Fund (operating budget reserves) managed by the Endowment Committee. The Cedar Lane Investment Fund is not part of the endowment, nor subject to its restrictions.

6.10. Ministers Emeriti

Process

- A recommendation to confer emeritus status to a minister may be made by the Board of Trustees or by a group of congregants to the Board, at the time of departure or later.
- A resolution expressing the congregation's appreciation with supporting - reasons will be presented to the congregation.
- A vote on the resolution will be taken at the next Annual Meeting of the congregation, or at a special meeting; as per Bylaws V (June 5, 2022). The resolution passes with seventy-five percent, or more, approval.
- A presentation to the new emeritus minister, including a reception for the minister, family, congregation, and guests; preferably in conjunction with a Sunday worship service.
- Notification of the emeritus status shall be made to the UUA and to its monthly publication, *UU World*.

Rights and Privileges of Emeritus Ministers at CLUUC

- Use of the term "Minister Emeritus" or "Minister Emerita".
- Invitation(s) at the discretion of the current Senior Minister to preach at Cedar Lane.
- Representation at the UUA General Assembly per UUA Bylaws.
- Participation in ordinations and installations at Cedar Lane.

6.11. Affiliated Community Ministers

Provisions

1. An Affiliated Community Minister candidate must be:
 - a. In ministerial fellowship with the Unitarian Universalist Association (UUA).
 - b. An ordained Unitarian Universalist minister.
 - c. Invited to apply for endorsement by Cedar Lane ministers.

- d. Endorsed by the Board of Trustees.
2. The endorsement shall include a written covenant signed by the Senior Minister and the Community Minister.
3. Cedar Lane shall not reimburse the Community Minister for professional expenses relating to community ministry work performed, without prior Board approval.
4. The Community Minister shall:
 - a. Have access to Cedar Lane property and facilities, according to the terms of the covenant.
 - b. Perform rites of passage such as weddings, child dedications, or memorial services for members of the congregation as approved by the Ministers.
 - c. Participate in formal gatherings of the congregation, as invited.
5. Participate as a ministerial delegate at the UUA General Assembly and regional meetings in accord with rules of those organizations.
6. Be identified on all annual reports to the UUA and other regional bodies, named as Community Minister on the website, in orders of celebration, in the newsletter, and in the annual report.
7. Shall document activities for inclusion in the annual report.
8. The Senior Minister shall be responsible for ongoing coordination of the relationship with the Community Minister, in accord with the Unitarian Universalist Ministers' Code of Professional Conduct. They shall meet annually to evaluate ongoing work and strategize how they might better advance the mission of the congregation and support each other's ministries.

6.12. "Share-the-Plate" Ministry

The Social Justice Ministry Team (SJMT) shall maintain a ministry for sharing plate collection proceeds with other non-profit organizations. Collection plates may be a 50/50 split of proceeds or a 100% collection for the other non-profit.

FREQUENCY:

- As often as weekly 50/50 splits,
- Up to two 100 percent collections per year in response to a need for disaster relief,
- Ideally in collaboration with the worship leader to address the service topic,
- Additional occurrences are to be authorized by the Board.

RECIPIENTS of the "share-the-plate" ministry must:

- Be a non-profit organization,
- Reflect the Principles of Unitarian Universalism and/or the UUA's Statements of Conscience in their work, and
- Demonstrate fiscal responsibility and accountability.

GUIDELINES. The SJMT shall:

- Prioritize organizations in greater need of resources and recognition, and
- Focus on organizations with whom we have an on-going relationship
- Choose recipients through the GAFO screening process:
 - Grounding – Is the organization’s work grounded in UU values?
 - Accountability – Is the organization responsible and answerable to those it serves?
 - Fit – Is there a match between the congregation’s resources and the magnitude of the problem?
 - Opportunity – Is there a special circumstance that warrants our support at this time?

SELECTION:

- The SJMT shall manage the ‘Share-the-Plate ministry. Recommendations may be submitted by members and friends of Cedar Lane, ministers and staff, members of SJ task forces, and members of the SJMT. One individual is limited to two suggestions per year. The SJMT shall designate recipients in the absence of other recommendations.

7. Agreements of the Board

Board agreements are maintained by the Secretary.

Title	Effective Term
AIM MOU Signed 09162020.pdf	Oct 1, 2020 to Sep 30, 2022
Archene Turner Affiliated Community Minister Agreement.pdf	July 1, 2023 to June 30, 2026
Ministerial Agreement with The Rev. Abhi P. Janamanchi, Senior Minister	January 2021 - June 2025
Associate Minister Letter of Agreement 5.2019	Indefinite
Ministerial Agreement With The Rev. Dayna Edwards, Assistant Minister	October 2021 - June 2023
Jen Morley ED Letter of Agreement.pdf	Indefinite

8. Oversight

8.1. Monitoring

To facilitate monitoring, follow the tables in this section.

8.1.1. Every Month

WHAT	BY WHOM	WHERE RECORDED	BPM SECTION
<p>Staff Exception Report:</p> <ul style="list-style-type: none"> • Exceptions and non-compliance with Board policies, laws and regulations, standards and guidelines of the UUA/UUMA/LREDA • Newly disclosed conflicts of interest • Questions on policy interpretation 	Executive Staff	Document(s) in Board meeting packet	Staff Structure and Compensation Conflicts of Interest Policy Definitions of Terms
Committee/Task Force Report	Each Board Committee, task force, and other group	Document(s) in Board meeting packet	Board Committees Board Task Forces and Similar Time-limited Groups

8.1.2. Calendar by Month

WHEN	WHAT	BY WHOM	WHERE RECORDED	BPM SECTION
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July	Board approval for Board Committee member and leader nominees.	Each Board Committee	Document(s) in Board meeting packet	Board Committees
August				
September	Board Committees and task forces/groups that span Board years review their Charter/Charge and submit any recommended changes to the Board.	Each Board Committee, task force, and other group	Document(s) in Board meeting packet	Board Committees Board Task Forces and Similar Time-limited Groups
	The Board approves insurance coverage. The FPC has reviewed this with Executive Staff and submits a summary to the Board.	FPC, Executive Director	Meeting Minutes	Care for Financial Resources FPC Charter
	Conflict of Interest Policy acknowledged by all trustees, employees, and volunteers. Trustees and paid staff acknowledge using the Disclosure Form. Volunteers and committee/task force members acknowledge via statement in their meeting minutes.	Board President, Executive Staff	Disclosure Forms for trustees & paid staff Meeting Minutes for committees & task forces Staff Report for teams & volunteer staff	Conflict of Interest Policy
October	Joint review with Executive Staff: <ul style="list-style-type: none"> Executive Staff acknowledges that all team members working with children and youth understand the congregation's Code of Ethics and Safety Guidelines for Children and Youth. 	Executive Staff, Board	Document(s) in Board meeting packet, and meeting minutes	Care for Staff and People

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	<ul style="list-style-type: none"> Executive Staff reports the names of the Emergency Planning Officer and Health and Safety Officer. 			
November				
December				
January				
January Board Mid-Year Retreat	Board self evaluation of its oversight, strategy, discernment, delegation, progress toward achieving the annual goals and priorities, and any other functions for which it has responsibility. Preview the agendas for upcoming Board meetings.	Board President	Board Retreat Minutes	Board Officers and Executive Committee
	Executive Staff feedback to the Board on its execution of Board responsibilities.	Executive Staff	Board Retreat Minutes	Evaluation
February				
March	Election of the next Board President and President-Elect	Board	Board meeting minutes	Board Officers and Executive Committee
April				
May	Board approves Cedar Lane delegates to the General Assembly. Executive Staff submits the list of candidates.	Executive Staff	Document(s) in Board meeting packet	Board Member Expectations and Responsibilities
	Board reports to the congregation any exceptions to (non-compliance with) these policies.	Board	Cedar Lane Annual Report	Philosophy of Governance and Ministry
	All congregational leaders shall	Executive	Cedar Lane	Philosophy of

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	include their plans, activities, and results in the annual report.	Staff	Annual Report	Governance and Ministry
June	Performance evaluation of Senior Minister (either the annual or the comprehensive evaluation)	Board	Acknowledged in Board Meeting Minutes, Evaluation in personnel file	Evaluation Board Member Expectations and Responsibilities
June Board End-of-Year Retreat	Orientation for incoming Board members on governance. Board self evaluation of its oversight, strategy, discernment, delegation, progress toward achieving the annual goals and priorities, and any other functions for which it has responsibility. Revisit the Board Covenant. Preview the agendas for upcoming Board meetings	Board President-Elect	Board Retreat Minutes	Board Officers and Executive Committee Board Covenant Mosaic Makers Charter Governance Charter

8.1.3. Less Frequent Than Annual

WHEN	LAST DONE	WHAT	BY WHOM	WHERE RECORDED	BPM SECTION
Every 5 years	most recent review covered thru August 2016	External review of Cedar Lane financial procedures and controls	Board Treasurer	Letter(s) from external accounting firm, included in Board meeting packet	Care for Financial Resources FPC Charter
Every 10 years	April 2015 (Mission)	Congregational review of the Mission and Vision:	Board	Board Policy Manual	Vision and Strategy

	May 2016 (Vision)	congregation to approve changes.		section	
Every 5 years	May 2016 (Strategic Plan) Oct 2017 (Covenant)	Congregational review of the Strategic Plan, and Covenant of Right Relations: congregation to approve changes.	Board	Board Policy Manual section	Vision and Strategy
Every 5 years	Feb 2015	Board review and approval of Core Values statement	Board	Board Policy Manual section	Vision and Strategy
Every 5 years	Oct 2019 (Articles) May 2017 (Bylaws) May 2023 (BPM)	Review of Cedar Lane's governance documents: Articles of Incorporation, Bylaws, and Board Policy Manual. Submit draft updates for Board approval: the Board in turn seeks congregational approval for Bylaws.	Governance Committee	Updated governance documents	
Every 2 years	2017	Engage the congregation to approve social justice issues on which to focus.	Board	published on website	Strategic Plan

Activities can always be done earlier than the specified interval in the WHEN column.

8.2. Evaluation

1. The following evaluations shall be conducted:
 - a. Quarterly joint review by the Executive Staff and the Board of progress made toward achieving the current year's goals and priorities.
 - b. Semiannual Board self-evaluation of its oversight, strategy, discernment, delegation, progress toward annual goals and priorities, and any other functions for which it has responsibility.
 - c. Annual Executive Staff feedback to the Board on execution of Board responsibilities.
 - d. Annual performance evaluations of all paid staff, including Board's evaluation of Senior Minister. Evaluations of Executive Staff should specifically include progress in achieving the Board-set annual goals and priorities as indicated by well-defined metrics and measures.

- e. Board's comprehensive performance evaluation of Senior Minister. Unless more frequent review is requested by the Senior Minister, the Board's comprehensive evaluations of the Senior Minister's performance shall be conducted at its discretion, with the first such evaluation after three years of employment, and, thereafter, at intervals of no more than five years. These evaluations will examine the Senior Minister's role in its broadest sense, including career prospects. They may encompass, but will not necessarily be limited to, leadership, teaching, counseling, and caregiving functions, career prospects, and the maintenance of personal, professional, and spiritual balance.
2. Team leaders shall provide appropriate feedback to volunteers, whether serving on a ministry team, committee, or other group reporting directly to the Board.
3. Reporting to the congregation shall be as follows:
 - a. At each Annual Meeting, the outgoing Board President shall report on progress made toward achieving the goals established to further the Mission and Vision for the Board year and other highlights of the term about to end, as well as any instances of significant non-compliance with Board policies.
 - b. The Senior Minister and the Board President-Elect each shall present discernment reports to the congregation at the Annual Meeting focused on the forthcoming Board year. These reports shall address the Board-set goals and priorities for the year ahead, and the challenges and opportunities facing the congregation in the context of Cedar Lane's mission and strategic plan.
 - c. These reports shall be in writing and shall become part of Cedar Lane's historic record.