

# **Plymouth Congregational Church**

## **Governing Policies**



November 21, 2017

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## **Definitions**

Plymouth's Governing Policies use certain terms in a specific way. This section includes key definitions.

### **The Purposes of the Church**

In the context of Plymouth Church, the Purposes of the Church specifically define for what or for whom the church will have a certain desired impact or effect within agreed-upon prioritization and budget parameters.

The Purposes of the Church answer the questions:

- What difference are we here to make?
- In which people's lives?
- At what cost or priority?

### **Senior Minister Limitations**

Senior Minister Limitations describe the “means”—those practices, activities, decisions, and circumstances that relate to how the work actually gets done—that would be unacceptable to the Deacons even if they were to be effective. Limitations are intended to provide freedom by clearly articulating boundaries. Although these Limitation Policies only name the Senior Minister, the Congregation shares these commitments and responsibilities and has the ultimate responsibility for the Church. The Congregation exercises this responsibility through the Senior Minister, who cannot do all these things alone, but is the person who helps execute these intentions and ensures these Limitations are followed.

### **Moral Owners**

Moral Owners are those people on whose behalf the Deacons govern and to whom the Deacons are accountable. The Deacons use the term Moral Owners to include all owners, in both a legal and a moral sense, all those from whom they derive their authority and to whom they are ultimately accountable. The Deacons obligation is to govern on the moral owners' behalf.

# **1 The Purposes of the Church**

We, the people of Plymouth Congregational Church, humbly seek and serve God within, among, and beyond ourselves.

## **Within**

We find sanctuary for our spiritual journey in the Congregational tradition. We:

- Seek the sacred in ourselves and others.
- Cultivate our deepest and best selves.
- Nurture our capacity to love.
- Live in the hope of renewal and transformation.

## **Among**

We walk together in covenanted Christian community. We:

- Care for one another.
- Cultivate a spirit of gratitude, love, joy, and compassion.
- Honor many pathways to the sacred.
- Deepen our understanding of our faith tradition.
- Nurture a welcoming culture.

## **Beyond**

God's creation benefits from our love lived out in the world. We:

- Invest our time, talent, and treasure consistent with our values.
- Serve people in need.
- Advance human rights and social, economic, and environmental justice.
- Share our vision of progressive Christianity, while respecting other faith traditions.

## **2 Governance Process**

The purpose of the Deacons is to act on behalf of the moral owners (see Definitions) of Plymouth Congregational Church to ensure that the Church fulfills its mission and ministry with an effective use of resources and within the boundaries of legal and ethical behavior.

### **2.1 Moral Ownership**

The moral owners of the Congregation are:

- God's ways, as they are revealed to us.
- The Congregation: past, present, and future.
- People beyond the Congregation who share our vision or who need our presence.

### **2.2 Governing Style**

The Deacons will govern as a body with a visionary future orientation and operate within the discipline and guidance of their processes and policies.

#### **2.2.1 Direction Through Policy**

The Deacons will inspire the Congregation, clergy, and staff through the establishment of broad written policies reflecting the values to be followed and the desired Purposes of the Church to be achieved. The policies will empower staff by providing them with maximum freedom to act within the boundaries of certain Limitations. Although the Deacon's policies will provide broad direction and controls, the clergy and staff are responsible for the administrative and programmatic means of attaining The Purposes of the Church to be achieved.

#### **2.2.2 Governance Focus and Emphasis**

The Deacons will govern with a focus and emphasis on:

- Future vision rather than the past or present practice.
- Outward orientation rather than internal preoccupation.
- Proactive strategic leadership rather than reactive administrative tactics.
- Collective consensus rather than individual decisions.
- The encouragement of diversity in viewpoints.
- A clear distinction between Deacons' and the Senior Minister's roles.

#### **2.2.3 Collective Accountability**

The elected Deacons as a whole will be responsible for the governance of the Church.

### **2.2.3.1 *Speak with One Voice***

The Deacons will speak with one voice. While the separate abilities, judgments, and perspectives of their members will inform the determination of collective Deacons' values and policies, individual Deacons will respect and support the decisions of the Deacons as a whole.

### **2.2.3.2 *Individual Deacon Limitation***

The Deacons will allow no officer, individual Deacon, or committee of the Deacons to usurp or counter the Deacons' collective authority.

### **2.2.3.3 *Deacons' Self-Monitoring***

The Deacons will self-monitor all their activities in accordance with their policies and enforce upon the whole whatever discipline and improvements may be needed to govern with excellence.

### **2.2.3.4 *Lack of Individual Authority***

A Deacon may not exercise (or attempt to exercise) individual authority over the Church or its staff.

## **2.2.4 Deacons' Development**

The Deacons will orient and train new Deacons and officers and retrain experienced Deacons in their roles in the Policy Governance process.

## **2.3 Deacons' Job Description**

The Deacons are elected by the Congregation to represent the moral owners in articulating and monitoring appropriate organizational performance. The Deacons have responsibility for the legal, fiduciary, and spiritual affairs of the Church.

Accordingly:

### **2.3.1 Legal and Fiduciary Responsibilities**

Serving on the Deacons is a commitment to Church leadership.

Deacons have the duties of:

- **Care:** Perform responsibilities in good faith and with the same care ordinary persons would use in managing their own affairs. Remain active and informed. Conform to the appropriate standards of business conduct.
- **Loyalty:** Act in good faith and in a manner that does not harm the organization to the benefit of one's self. Avoid conflicts of interest or appearances of impropriety. Disclose any interest that may appear to be a conflict of interest.

- **Obedience:** Comply with the provisions of the bylaws, the articles of incorporation and the laws of the State of Minnesota.
- **Confidentiality:** Do not disclose sensitive information about the Congregation's activities unless the board decides to make the information public or the information is a matter of public record.

### **2.3.2 Policy Making**

The Deacons will articulate, periodically review, and revise as needed policies at the broadest levels, including:

1. **The Purposes of the Church:** Desired organizational results (see Definitions)
2. **Governance Process:** How the Deacons conceive, carry out, and monitor their own work.
3. **Deacons-Senior Minister Relationship:** How the Deacons delegate authority to the Senior Minister and monitor his/her work.
4. **Senior Minister Limitations:** How the Deacons set boundaries for the decisions and actions of the Senior Minister.

### **2.3.3 Performance Monitoring**

The Deacons will regularly monitor organizational performance on The Purposes of the Church and Senior Minister Limitations and conduct a regular performance evaluation of the Senior Minister. The Deacons will meet with each Associate Minister annually to discuss his or her ministry with Plymouth Church.

### **2.3.4 Annual Budget**

The Deacons will review and approve an annual budget presented to them by the Senior Minister, and once the Deacons approve the budget, the Deacons will bring the budget to the Congregation for discussion and approval.

## **2.4 Annual Governance Agenda**

At their first meeting of the fiscal year, the Deacons will establish their Annual Governance Agenda, which, at a minimum, will include performance monitoring, Congregational dialogue, and review of policies identified in 2.3.2 Policy Making, above.

## **2.5 Officer Roles**

### **2.5.1 Role of Moderator**

The Moderator functions as the President of the Congregation and the Chair of the Deacons in accordance with Article V of the Bylaws and ensures the integrity of the governing process. The assigned outcome of the Moderator's job is that the Deacons act consistently with their

own policies and with requirements imposed legitimately from outside the Church.

### **2.5.1.1 Presiding Over Meetings**

The Moderator, or his or her designee, will preside at meetings of the Deacons and meetings of the Congregation.

#### **2.5.1.1.1 Meeting Agendas**

The Moderator will inform the Congregation by posting a draft agenda on the Church's website a week in advance of Deacons' meetings.

#### **2.5.1.1.2 Discussion at Deacons' Meetings**

The Moderator will remind the Deacons that meeting discussion will generally be limited to issues over which the Deacons have decision-making power, leaving to the Senior Minister his or her own areas of authority. The Moderator will also ensure that discussion is fair, open, orderly, thorough, efficient, and timely. The Moderator may in his or her discretion invite others attending Deacons' meetings to speak. Robert's Rules of Order will be observed unless suspended or altered by the Deacons.

### **2.5.1.2 Authority of the Moderator**

The Moderator may make decisions on behalf of the Deacons that are consistent with or fall within the scope of the Deacons' policies and the Bylaws. The Moderator does not have unilateral authority to change policies or make new policy.

#### **2.5.1.2.1 Speaking on Behalf of the Deacons**

The Moderator, or his or her designee, is the only person authorized to speak on behalf of the Deacons.

#### **2.5.1.2.2 Transparency**

The Moderator will not withhold any relevant information from the Deacons.

#### **2.5.1.2.3 Relationship with the Senior Minister**

The Moderator, or his or her designee, will be the primary point of contact between the Deacons and the Senior Minister between meetings, but the Senior Minister relationship shall be with the Deacons as a whole, and the Senior Minister shall be free at any time to bring a matter to the Deacons as a body.

#### **2.5.1.2.4 Delegation by the Moderator**

The Moderator remains accountable for tasks s/he may delegate to others.



## **2.5.2 Role of the Clerk of the Church**

The Clerk of the Church is a Deacon who will act as Secretary of the Congregation and of the Deacons in accordance with Article V of the Bylaws.

### **2.5.2.1 Official Records**

The official records of the Church comprise: Articles of Incorporation, Bylaws, Governing Policies, minutes of Deacons' and Congregational meetings, annual reports, meeting agendas and backup material and handouts, and reports of Deacons-appointed committees.

### **2.5.2.2 Minutes of Meetings**

The Clerk of the Church will make sure that the minutes of Deacons' and Congregational meetings, together with the approved agendas and any materials reviewed at the meetings, are made a part of the official records of the Deacons.

#### *2.5.2.2.1 Deacons' Meetings*

The Clerk of the Church will take notes of the proceedings of Deacons' meetings and provide the Moderator draft minutes within ten days after the meeting. Minutes are not a Deacons' record until formally approved by the Deacons.

#### *2.5.2.2.2 Congregational Meetings*

The Clerk of the Church will take notes of the proceedings of Congregational meetings and provide the Moderator with draft Minutes within ten days after the meeting. The Deacons will approve the minutes as a Deacons' Approved Draft pending final approval by the Congregation at its next meeting. The Clerk will post Deacons' Approved Draft Minutes for Congregational access once approved by the Deacons. Congregational meeting minutes are not an official Church record until formally approved by the Congregation.

### **2.5.2.3 Certifications**

The Clerk of the Church will certify that the register of members is current, that notices of official meetings have been properly distributed in accordance with Article III of the Bylaws, and certify the presence of a quorum at official Congregational meetings according to Article III of the Bylaws. The Clerk of the Church will make such other certifications of Deacons' actions and of other matters as needed.

## **2.5.3 Role of the Treasurer**

The Treasurer is a member of the Deacons in accordance with Article V of the Bylaws. The Treasurer will advise the Deacons about emerging as well as long-term financial trends, needs,

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concerns, and policy issues. The Treasurer has no independent authority. With approval of the Deacons, the Treasurer may delegate some administrative responsibilities to a deputy by filing a delegation of responsibility with the Deacons.

## **2.6 Code of Conduct for All Elected Church Leaders**

Elected Church Leaders are those holding a position that is subject to election by the Congregation. They will commit to ethical and lawful conduct involving their use of authority, their interactions with people inside and outside the Church, and their representation of the Church and the Congregation. They must act in good faith in the best interests of the moral owners of the Church.

### **2.6.1 Conflict of Interest**

Elected Church Leaders must mitigate conflicts of interest with respect to their responsibilities.

A conflict of interest occurs when circumstances create a risk whereby other interests will unduly and inappropriately influence the Leader's judgment about the interests of the Church. The mitigation of a conflict of interest will depend on the circumstances, and may include removal of the conflict, disclosure of the conflict, and/or recusal of the Elected Church Leader. The Deacons will resolve any questions or controversies concerning conflicts of interest for the Deacons. The Leadership Council handles conflicts of interest for other Elected Church Leaders.

#### **2.6.1.1 No Employment or Other Personal Benefits**

Elected Church Leaders will not use their positions to obtain Church employment or other benefits for themselves, family members, or close associates.

#### **2.6.1.2 Personal Business with Church**

Elected Church Leaders will not engage in self-dealing, private business or personal services with the Church. The Deacons may make exceptions provided full disclosure is made and procedures are followed that assure openness, competitive opportunity, and equal access to inside information.

#### **2.6.1.3 Disclosure of Conflicting Involvement**

Elected Church Leaders will disclose any involvement with other organizations, vendors, or any other relationships that might result in a conflict of interest or appearance of a conflict of interest.

#### **2.6.1.4 Unavoidable Conflict of Interest**

Elected Church Leaders will refrain from participation in deliberations or voting related to any matter about which they have a conflict of interest.

#### **2.6.2 Lack of Individual Authority**

Elected Church Leaders may not exercise (or attempt to exercise) individual authority over the Church or its staff.

#### **2.6.3 Confidentiality**

Since Elected Church Leaders may be privy to information that is not public, they will respect the confidentiality appropriate to issues of a sensitive nature.

#### **2.6.4 Commitment to Duties**

Elected Church Leaders will make every effort to attend all regularly scheduled and special meetings and events, and all Congregational meetings and events where substantive issues are addressed. They will take responsibility for:

- (a) attending Church worship services and other Church events as a means of maintaining linkage with the Congregation,
- (b) responding to e-mails, telephone calls and other types of contact from fellow leaders and others.
- (c) follow through on commitments made to the Moderator and other Elected Church Leaders.
- (d) attending meetings.

#### **2.6.5 Removal of Elected Church Leaders**

Deacons may be removed from office as described in the Bylaws Article IV. Other Elected Church Leaders may be removed from office by a majority plus one vote of the Leadership Council.

### **2.7 Deacons' Covenant**

The Deacons will serve together in a covenantal relationship. All Deacons will mutually promise:

- To abide by and act in accordance with the Congregational covenant set out in the Bylaws Article VII.
- To work collaboratively and build bonds of mutual trust.
- To act in good faith and to presume others are acting in good faith.
- To encourage and empower each other, and treat each other with genuine respect and honesty.
- To speak openly, directly, and authentically, and to listen to each other with open minds and hearts even in times of conflict.
- To respect and honor individual and cultural differences.

- To be mindful of any unearned privilege and its effect on themselves and others.
- Take care of each other personally and spiritually.
- To follow the written policies and procedures of the Deacons, but to also remain open to changing them.
- To keep in mind the best interests of the moral owners of the Church.

## **2.8 Deacons' Committees**

The Moderator may establish committees to help the Deacons carry out their responsibilities.

### **2.8.1 Assigned Purpose of a Committee**

Each committee will be established for explicit purposes with a timeframe for conducting its work that includes regular reports to the Deacons. It is anticipated that most committees will be short-term. Committees ordinarily prepare policy alternatives and implications for Deacons' deliberation. They will not be involved in Senior Minister or Staff operations or exercise authority over them. Committees will not speak for the Deacons.

### **2.8.2 Committee Membership**

Committees may be composed of Deacons' members and others within the Congregation. A Deacons' member assigned to a committee will participate as a member of the committee on the same basis as other members, unless the Moderator acts to assign roles differently.

### **2.8.3 Applicability**

This policy applies to any group that is formed by the Moderator or by the Deacons, whether it is called a committee and regardless of whether the group includes non-Deacon members. It does not apply to committees formed for operational functions under the authority of the Senior Minister.

## **2.9 Linkage with Congregation**

The Deacons will forge and maintain strong and trusting linkages with the Congregation. As the Deacons listen to voices from the current Congregation, they are also called to take into account the interests of the moral owners of the Church (Policy 2.1). With this in mind, the Deacons will include linkage with the Congregation as part of its Annual Governance Agenda, which could include:

- Open Deacons' meetings
- Deacons' member presence and participation at Church events
- Listening and feedback sessions
- Governance education sessions

- Leadership training sessions

## **2.10 Complaints to the Deacons**

The Deacons have an ongoing duty to listen to and be in conversation with the Congregation. Deacons will encourage members to share ideas and to engage in constructive dialogue with them. This may include bringing complaints and grievances to the attention of the Deacons. It is the role of the Deacons to make sure they hear and understand the concern that a congregant is raising with them. The Deacons will acknowledge all written and signed complaints as a matter of courtesy.

### **2.10.1 Initial Responses to Complaints**

Anyone making a complaint should be encouraged to contact directly someone who can resolve the concern rather than involving a member of the Deacons as a third party. The Deacons may assist complainants in identifying the person to whom the concern should be directed. Any further action will depend on the circumstances, taking into account that the Deacons do not resolve complaints not directly related to the Deacons' policy-making and policy-monitoring functions. Individual Deacons do not have the authority to make any representations that any action will be taken, that the complaint will be resolved in a certain way, or that the problem will be taken up by the Deacons as a body.

### **2.10.2 Deacons' Discretionary Responses**

The Deacons as a body have the discretion to decide whether to take up, and how to respond to, complaints, criticisms, or grievances addressed to the Deacons. If the Deacons decide to review or act on a concern, the Deacons will limit themselves to matters involving Deacons' policy, governance, and other general affairs of the Church. Complaints or grievances involving matters delegated to the Senior Minister will be referred to the Senior Minister.

### **2.10.3 Other Voices**

In considering complaints and criticisms, the Deacons will keep in mind that they owe primary loyalty to the moral owners of the Church. When voices within the Congregation become audible, the Deacons owe those voices their ears, but they also should take into consideration those who are not speaking or cannot speak.

## **2.11 Governance Evaluation**

The Deacons are responsible for formally evaluating the governance of the Church and, by extension, themselves. The Deacons will, therefore, routinely and consistently evaluate the Deacons' process (conduct and behavior) and products (policies), at least annually.

### **2.11.1 Deacons' Evaluation**

On a consistent and routine basis, the Deacons will evaluate the Deacons' collective conduct and behavior by comparing the Deacons' actions with their governance policies.

### **2.11.2 Evaluation of Deacons' Policies**

The Deacons will routinely and consistently evaluate and update all of the Deacons' policies (including The Purposes of the Church, Governance Process, Deacons-Senior Minister Relationship, and Senior Minister Limitations) to ensure they state what the current Deacons want each policy to state.

## **2.12 Leadership Council**

The Leadership Council will work closely with the Senior Minister to interpret The Purposes of the Church and develop programs to advance them. It will also assist the Senior Minister in ensuring that Congregational practices and operations stay within the Limitations.

### **2.12.1 Leadership Council Members**

Leadership Council members consists of two groups, voting and non-voting.

#### **2.12.1.1 Voting Members**

The voting members of the Leadership Council include:

- a. Chair (elected at large)
- b. Chair-Elect (elected at large)
- c. Secretary (elected at large)
- d. Board Chairs (elected at large)
- e. Archivist (elected at large)
- f. The Clergy

#### **2.12.1.2 Non-voting Members**

Others who will interact with the Leadership Council when requested by the Senior Minister and Leadership Council Chair include:

- a. Staff relating to program and operations
- b. Treasurer
- c. Property Manager

### **2.12.2 Leadership Council Job Description**

The Leadership Council acts with the Senior Minister to:

- a. Interpret The Purposes of the Church set by the Deacons and develop goals and strategic plans to make appropriate progress on The Purposes of the Church, and align the work of the boards with these goals and strategic plans.

- b. Communicate regularly with the Deacons regarding the strategic vision for operational direction and alignment with The Purposes of the Church and Limitations.
- c. Prepare a slate of nominees for board members that ensures broad Congregational participation and brings members' gifts into Church service. In order to ensure the widest number of people have the opportunity to serve, board members shall serve no more than two three-year terms without a break from service.
- d. Handle conflicts of interest for Elected Church Leaders (other than the Deacons). See Governing Policy 2.6.1.
- e. Ensure continuity for the Council and the board chairs by:
  - Identifying interested Church members and facilitating their involvement through board membership, leadership opportunities, and occasional workshops (e.g., how to run efficient meetings, transformational leadership in volunteer organizations, etc.).
  - Building a culture of development so that board membership is an opportunity for growth as well as service.
  - Providing clear structure and responsibilities for each board with overall accountability to the Leadership Council.
  - Incorporating Plymouth's spiritual, loving, relevant, and transforming essence into Leadership Council and board work and meetings.

### **2.12.3 Roles of Leadership Council Members**

Members of the Leadership Council have specific roles to fulfill.

#### **2.12.3.1 Role of the Chair**

The Chair provides lay leadership of the Leadership Council. In collaboration with the Senior Minister, the Chair:

- Convenes Leadership Council meetings (establishes the agenda, out meeting notices, determines who will facilitate what parts of the meeting agenda, assigns tasks, etc.).
- Ensures that Leadership Council members have the leadership development they need for themselves and their board members.
- Ensures that the Leadership Council is accountable for its work.

#### **2.12.3.2 Role of the Chair-Elect**

The Chair-Elect assists the Chair with the Chair's duties so that the Chair-Elect is ready to assume the duties of Chair in the following year. The Chair may also assign additional support duties to the Chair-Elect.

### **2.12.3.3 Role of the Secretary**

The Secretary ensures that Leadership Council records are accurate. The Secretary:

- Keeps accurate meeting minutes.
- Sends draft meeting minutes to the Chair and Senior Minister within ten days after each Leadership Council meeting.
- Ensures Council-approved minutes are archived.

### **2.12.3.4 Role of the Board Chairs**

The board chairs ensure that their board's operational work helps achieve The Purposes of the Church. They:

- Lead the work of their board, including the orientation and development of its members.
- Take information about the Congregation's work as a whole back to their whole board to guide their work.
- Raise issues of strategic importance that the Leadership Council may want to pass along to the Deacons to consider.
- Gather monitoring information the Senior Minister needs to provide to the Deacons.
- Bring operational issues needing a system-wide assessment to the Leadership Council to consider.
- Fill a vacancy on their board through consultation with board members and approval by the Leadership Council when a vacancy occurs between annual meetings. Such board appointments serve until the next annual meeting of the Congregation.

### **2.12.3.5 Role of the Archivist**

The Archivist provides historical record to the Congregation, Deacons, and Leadership Council and contributes to an archival records collection according to professional standards.

### **2.12.3.6 Role of the Senior Minister**

The Senior Minister, as the person ultimately accountable to the Deacons for progress on The Purposes of the Church and for staying within the Limitations, is the final authority on the Leadership Council and is the Deacons' primary link to the work of the Leadership Council.

The Senior Minister will work to involve all Leadership Council members to the greatest extent possible in the work of the Church and will actively widen the circles of authority and accountability.



### **2.12.3.7 Role of Other Clergy**

The other clergy on the Leadership Council:

- Collaborate with the board chairs in the areas they support to provide leadership and direction to their boards.
- Support the Senior Minister with progress on The Purposes of the Church and staying within the Limitations.
- Provide additional perspective on Leadership Council issues.

### **2.12.4 Performance Monitoring**

The Leadership Council supports the Senior Minister's accountability to the Deacons with progress on the The Purposes of the Church and staying within the Limitations. Together it will:

- Determine the operational interpretation of The Purposes of the Church and Limitations, including what metrics and indicators will demonstrate progress on The Purposes of the Church and staying within the Limitations, and what the Deacons' policy words will mean in an operational context.
- Gather the data the Deacons need in order to know that their policies are being followed.
- Provide an annual report to the Congregation on the Leadership Council's work for the year.

### **2.12.5 Leadership Council Self Evaluation**

Leadership Council members will hold each other accountable for the work of the Leadership Council in spiritual, loving, relevant, and transforming ways. The Senior Minister, Chair, and Chair-Elect will determine an annual process for the Leadership Council to reflect on its work as a whole and as individuals in alignment with these policies and report to the Deacons on the results.

### **2.12.6 Six Boards**

Six Boards will work with the Senior Minister, other clergy, and staff to guide the operational work of the Church, in alignment with The Purposes of the Church and Limitations and Leadership Council objectives and policies. All board work will be done in a spiritual, loving, relevant and transforming manner. While most Church committees and activities will be connected with and overseen by a board, this does not restrict the Leadership Council from establishing specific task groups or cross-functional groups to address operational issues, concerns, or new activities that require input and involvement from more than one board. In addition, the Leadership Council may adjust the areas of accountability listed for each board below as necessary to better fulfill The Purposes of the Church.

#### **2.12.6.1 Worship**

The Worship Board ensures excellent and welcoming worship that helps realize The Purposes of the Church. It organizes and coordinates all aspects of worship and includes but is not limited to the oversight and management of worship. To this end, the Worship Board is responsible for worship services, schedules, and the music, the furnishings, appointments and flowers of the worship space, sacramental life, and worship hospitality.

#### **2.12.6.2 Fine Arts**

The Fine Arts Board aligns Plymouth Church's arts ministries and expressions with The Purposes of the Church. The board initiates, develops, and sustains programs in the performing, literary, and visual arts for the benefit of the Congregation and the community at large—excluding activities that relate to the worship services of the Church. This includes but is not limited to the oversight and management of the gallery, theater, literary programs and other performances, art acquisitions, and music programs other than that of the worship service. The Board also provides a representative to the Building and Grounds Committee.

#### **2.12.6.3 Finance and Administration**

The Finance and Administration Board helps to ensure that Plymouth Church's finances, building and grounds, and general administrative practices are organized and maintained to support the realization of The Purposes of the Church and to keep the Church within the Limitations. This includes but is not limited to the oversight and management of polices related to stewardship, planned giving and investments, the endowment, and the budget for the compensation of the clergy and staff.

#### **2.12.6.4 Outreach**

The Outreach Board connects the Congregation with Plymouth's wider community in two ways: through acts of compassion that address the immediate needs of those vulnerable in our society, and through advocacy for social change that furthers justice as a realization of the Realm of God. Ultimately, the Outreach board ensures that these activities are aligned with and advance The Purposes of the Church and stay within the Limitations. This includes but is not limited to the oversight and management of activities related to human and environmental justice, peace for our immediate neighborhood as well as around the world, and our benevolence contributions through the Plymouth Community Fund.

#### **2.12.6.5 Community Life**

The Community Life Board ensures that the actions of the Congregation to welcome and care for one another outside of worship services will help advance The Purposes of the Church and keep the Congregation within the Limitations. This includes but is not limited to the oversight and management of a volunteer opportunity program, small groups, support ministries, and new member sessions.

#### **2.12.6.6 Spiritual Formation**

The Spiritual Formation Board ensures that spiritual formation programs for all ages—from babies through adulthood—advance The Purposes of the Church and stay within the Limitations. This includes but is not limited to the oversight and management of all education and enrichment programs offered to members.

### **2.13 Nominating Committee and Elected Leaders**

The Moderator and the Chair of the Leadership Council will annually convene a joint task force, with equal representation from both Deacons and Leadership Council plus the Senior Minister or their designee to put forth the slate of nominees for:

#### **2.13.1 Deacons**

Deacons serve a 3-year term, which may be repeated.

#### **2.13.2 Officers**

- Moderator, in accordance with Deacons' recommendation. The Moderator serves a 2-year term, which may not be repeated. The Moderator must be a current Deacon, anywhere in their term. In the event that the Moderator is not available to perform his/her duties, the Deacons will choose a designee.
- Clerk, in accordance with Deacons' recommendation. The Clerk serves a 1-year term, which may be repeated .
- Treasurer, in accordance with Deacons' recommendation. The Treasurer serves a 1-year term, which may be repeated. The Treasurer must be a Deacon anywhere in his/her term.

#### **2.13.3 Operational Leaders**

- Chair and Chair-Elect of the Leadership Council. The Chair and Chair-Elect serve 1-year terms. The Chair-Elect becomes the Leadership Council Chair the following year.
- Secretary of the Leadership Council for a 1-year term, which may be repeated.
- Archivist for a 1-year term, which may be repeated.
- Chairs for each Church Board for a 1-year term, which may be repeated once in succession.

## **2.14 Minister Emeritus**

The Deacons may grant emeritus status to a Senior Minister of Plymouth Congregational Church who has retired from active ministry prior to May 1, 2016 and who leaves Plymouth in good standing. The emeritus title, without compensation or responsibility, recognizes a retired senior minister's service with Plymouth. After May 1, 2016 the practice of granting the emeritus status shall be discontinued.

### **3 Deacons-Senior Minister Relationship**

The Deacons' official connection to Church operations, achievements, and conduct will be through the Senior Minister. This clear distinction between the Deacons' function and the executive function is essential for effective governance of the Church. This understanding will clarify who makes decisions, lead to transparency in decision-making, and build trust among members and between members and staff.

Accordingly,

#### **3.1 Quality of Relationship Between Deacons and Senior Minister**

Consistent with Plymouth Church's values, the relationship between the Deacons and the Senior Minister will be based in mutual trust, respect, and support.

##### **3.1.1 Working Relationship**

Deacons and Senior Minister will work collaboratively together, discerning their respective roles and shared values, and engage each other in deep dialogue with open minds and hearts.

##### **3.1.2 Freedom of the Pulpit**

Nothing in any of the Deacons' governing policies shall be construed as limiting the freedom of the pulpit.

#### **3.2 Unity of Control**

Only decisions of the Deacons acting as a body are binding on the Senior Minister.

##### **3.2.1 Lack of Authority in Individual Deacons**

Decisions or instructions of individual members of the Deacons, officers, or committee members are not binding on the Senior Minister, except when the Deacons have specifically authorized the exercise of such authority. Informal meetings may occur between Deacons' members and the Senior Minister for the purpose of exchanging information and seeking advice, but not for Deacons' members to give instruction or direction to the Senior Minister.

##### **3.2.2 Right of Refusal for Individual Requests**

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

### **3.2.3 Moderator's Role in Enforcement**

The Moderator is responsible for enforcing this policy.

## **3.3 Accountability of the Senior Minister**

The Senior Minister is the Deacons' link to operational achievement and conduct, so that authority and accountability of paid and volunteer staff, as far as the Deacons are concerned, are considered the authority and accountability of the Senior Minister.

### **3.3.1 Deacons Refrain from Instructing Staff**

The Deacons will refrain from giving instructions to persons who report directly or indirectly to the Senior Minister.

### **3.3.2 Deacons Refrain from Evaluating Staff**

The Deacons will refrain from evaluating, either formally or informally, any staff other than the Senior Minister.

## **3.4 Delegation to the Senior Minister**

The Deacons will instruct the Senior Minister through written policies that identify The Purposes of the Church the organization should achieve and describe any Limitations on how those Purposes of the Church can be achieved. The Deacons will allow the Senior Minister to use any reasonable interpretation of these policies.

### **3.4.1 Role of Limitations**

The Senior Minister may use any legal or ethical practices or methods to achieve The Purposes of the Church, except as limited by the boundaries of the Senior Minister Limitations.

### **3.4.2 Senior Minister's Relationship of Authority with the Deacons**

The Senior Minister's authority does not extend to creating, supervising, or otherwise directing the Deacons as a body, the Moderator, individual Deacons, or Deacons' committees. Nothing in this policy is intended to interfere with mutual dialogue about the understanding of and need for Deacons' policies.

### **3.4.3 Reasonable Interpretation**

The Deacons will respect and support the Senior Minister's reasonable interpretation of their policies while they are in effect. However, the Deacons may change their policies when and if they see the need to change them.

## **3.5 Monitoring Senior Minister Performance**

The Deacons will systematically monitor Senior Minister performance, using as their criteria organizational accomplishment of the Purposes of the Church and organizational operation within the boundaries of Senior Minister Limitations.

### **3.5.1 Definition of Monitoring Data**

Only data that show the degree to which policies are being met are considered to be monitoring data.

### **3.5.2 Sources of Monitoring Data**

The Deacons may obtain monitoring data in one or more of three possible ways:

1. Internally from the Senior Minister.
2. Externally from an objective third party (for example, auditor, consultant, or counsel).
3. Direct assessment by the Deacons.

### **3.5.3 Monitoring Schedule**

The Deacons will monitor all policies that instruct the Senior Minister at a frequency and by a method of their choosing. The Deacons can monitor any policy at any time but will ordinarily depend on a routine schedule. (See MONITORING CHART.)

### **3.5.4 Reasonableness**

The Deacons will determine (a) whether the Senior Minister's policy interpretation is reasonable and (b) whether the data show compliance with the policy within that interpretation. The Deacons determine reasonableness using a "reasonable person" standard.

### **3.5.5 Monitoring Efficiency**

Monitoring will be as efficient as possible, so that meetings can focus on creating the future rather than reviewing the past. The monitoring process can also be helpful in raising new and powerful questions about the Church's future, and the Deacons will find appropriate agenda time to address these questions.

**MONITORING CHART: Frequency and Method of Regular Monitoring**

<b>Policy # and Name</b>	<b>Method</b>	<b>Frequency</b>
The Purposes of the Church Statements (Program Outcomes)	Internal report	Monthly
	Direct assessment	Annually
Senior Minister Limitations (Policy 4)	Internal report	Semi-Annually
	External report (Audit)	Annually (spring)
Staff/Volunteer Treatment	Internal report	Monthly
	Direct assessment	Annually (including grievance procedures)
Compensation and Benefits	Internal report	Annually (summer)
Financial Planning	Internal report (planning)	Quarterly
	Direct inspection	Annually (fall)
Financial Condition	Internal report	Monthly
	External report (Audit)	Annually
Asset Protection	Internal report	Every 3 years (or more frequently as determined by the Deacons)
	External report (Audit)	Annually (spring)
Conflict of Interest	Internal	Semi-Annual
Communication and Support to the Deacons	Internal	Semi-Annual
Facilities Planning	Internal	Semi-Annual

**3.6 Compensation and Position Description**

The Deacons set the compensation, benefits, and position description of the Senior Minister.

**3.6.1 Compensation Components**

Ministerial compensation consists of salary (including housing allowance) and benefits as outlined in the Letter of Call.



### **3.6.2 Salary Review**

The Deacons will annually review the Senior Minister's salary and consider adjustments relative to current financial conditions and performance.

### **3.6.3 Compensation Records**

The Deacons will maintain records of ministerial compensation adjustments.

### **3.6.4 Position Description Updates**

The Deacons will update and document the Senior Minister's position description annually.

## **3.7 Procedure for Policy Violations**

The Deacons will determine a course of action when it becomes aware of policy violations.

### **3.7.1 Notifying the Senior Minister**

When the Deacons determine through means other than the Senior Minister that a policy violation has occurred, it will inform the Senior Minister.

### **3.7.2 Plan for Remediation**

When there is a policy violation, the Deacons will request that the Senior Minister present for approval, at the next Deacons' meeting, a written plan to remediate the violated policy within a specified timeframe.

### **3.7.3 Action After Remediation Period**

If, after the specified period of time, the policy violation has not been corrected, additional written documentation of non-compliance will be placed on file.

### **3.7.4 Suspension and Notifying the Congregation**

If the policy violation continues, the Deacons may consider suspension and determine how to notify the Congregation.

### **3.7.5 Termination**

If the situation remains unresolved, a termination process will be initiated. The Deacons will:

- i. Recommend to the Congregation that the Senior Minister be terminated for continued policy violation.
- ii. Call a meeting of the Congregation in compliance with Plymouth Church Bylaws Article VIII regarding removal of the Senior Minister.

### **3.7.6 Egregious Violations**

If the Deacons determine that the violation is egregious, an alternative process will be designed, commensurate with the severity of the violation. At any point in either process, outside counsel may be engaged.

## **4 Senior Minister Limitations**

Although these Limitation Policies only name the Senior Minister, the Congregation shares these commitments and responsibilities and has the ultimate responsibility for the Church. The Congregation exercises this responsibility through the Senior Minister, who cannot do all these things alone, but is the person who helps execute these intentions and ensures these Limitations are followed. The Deacons will hold the Senior Minister ultimately accountable for the Congregation and staff following these Limitations.

The Senior Minister shall not cause or knowingly allow any organizational practice, activity, or circumstance that is unlawful, imprudent, or in violation of commonly accepted Church management practices and professional ethics.

### **4.1 Treatment of Members, Visitors, and Friends**

The Senior Minister shall ensure that conditions are welcoming, safe, and respectful to members, friends, and visitors.

### **4.2 Confidentiality**

The Senior Minister shall protect the confidentiality of information, records, and communications of Plymouth Church, its members or staff, and shall not allow unauthorized third persons access to these data.

### **4.3 Membership**

The Senior Minister shall ensure members are aware of the meaning and expectations of membership in Plymouth Congregational Church, which include:

1. To live in all relationships according to the teachings of Jesus.
2. To share in the fellowship of the wider Christian Church.
3. To attend faithfully the services of worship.
4. To contribute toward the financial support of the Church in proportion to their means.

### **4.4 Church Groups**

The Senior Minister shall ensure that Church groups (Deacons, Leadership Council, boards, committees, task forces, and other groups) operate with appropriate approval.

Accordingly, the Senior Minister shall not:

1. Permit Church groups to operate in ways that are not consistent with the Church's mission, values, policies, and Congregational covenant.
2. Permit Church groups to operate in a manner that is not consistent with Plymouth's legal and contractual obligations.

## **4.5 Treatment of Staff**

With respect to the treatment of paid and volunteer staff, the Senior Minister shall ensure conditions that are safe, professional, and respectful.

Accordingly, the Senior Minister shall not:

1. Operate without written personnel policies that clarify expectations of staff or fail to provide staff with a written copy of these policies.
2. Allow the Church's at-will employment status to be jeopardized.
3. Prevent an employee from grieving to the Deacons when that employee alleges that a Deacons' policy has been violated to his or her detriment and when internal procedures to rectify the situation have been exhausted.
4. Base decisions about existing or potential staff on anything other than clearly job-related criteria, individual performance, or individual qualifications.

## **4.6 Protection of Assets**

The Senior Minister shall ensure that the assets of the Church are protected from risk, adequately maintained, and appropriately used.

Accordingly, the Senior Minister shall not:

1. Fail to insure reasonably against theft and casualty losses, corporate liability, and personal liability of Deacons' members, Officers, and staff.
2. Expose the Church, Deacons, Officers, staff or volunteers unnecessarily to claims of liability.
3. Risk the nonprofit status of the Church.
4. Risk the reputation of the Church as an ethical organization of high moral standards within the community.
5. Allow historic assets, archival collection, intellectual property, and Church records to be exposed to potential loss or significant damage.
6. Allow Church facilities to be used by groups and individuals in ways not sanctioned by written operational procedures.
7. Allow groups and individuals to use the name of the Church, its banner, logo, or its website in ways not sanctioned by written policies.
8. Receive, process, or disperse funds under controls insufficient to meet the Deacons' appointed auditor's standards, other governmental standards, or regular business standards and practices.
9. Purchase goods or services without reasonable protections against conflict of interest, without appropriately soliciting comparative prices,

bids, or proposals, or without balancing reasonable factors such as cost, benefit, and quality.

10. Subject facilities, premises, and equipment to improper wear and tear or to insufficient preventative maintenance or needed repairs.
11. Invest or hold operating capital in insecure instruments.

#### **4.7 Financial Planning and Budgeting**

The Senior Minister shall ensure that financial plans to achieve the Deacons' Purposes of the Church have programmatic integrity and do not risk financial jeopardy for the Church.

Accordingly, the Senior Minister shall not:

1. Approve or authorize financial plans and budgets that contain too little detail to enable credible projection of revenues and expenses, separation of capital and operational items, cash flow, and disclosure of planning assumptions.
2. Approve or authorize the expenditure in any fiscal year of more funds than are reasonably projected to be available in that period.
3. Operate without a 10-year facilities maintenance/replacement plan.
4. Operate without a long-term fiscal plan.

#### **4.8 Financial Management**

The Senior Minister shall protect the fiscal integrity of the Church's financial wellbeing, and in operating the Church, will adhere to the actual expenditures from Deacons' priorities established in The Purposes of the Church.

Accordingly, the Senior Minister shall not allow the Church to:

1. Operate without written operational procedures guiding the prudent investment of Church reserves and restricted funds.
2. Operate without written procedures guiding the prudent management of all church funds.
3. Operate without adequate accounting controls and procedures that are maintained and documented.
4. Expend more funds than have been received in the fiscal year to date except as provided in our endowment policy (4.9 below).
5. Allow cash to drop below the amount needed to settle payroll and other obligations in a timely manner.
6. Assume any debt without Deacons' approval.
7. Make loans.

8. Allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.
9. Expend any restricted or designated funds for purposes other than those established when received without the donor's permission.
10. Acquire, encumber, or dispose of real property without prior Deacons' approval and Congregational approval as set out in Bylaws Article IX.
11. Fail to pursue unpaid non-pledge receivables after a reasonable amount of time.
12. Fail to appropriately pursue unpaid pledges after a reasonable amount of time.

#### **4.9 Endowment**

The Senior Minister shall ensure that the endowment is managed in fiscally appropriate ways, consistent with the approved budget, and in alignment with the Endowment purpose. The purpose of the Endowment is to support the work of Plymouth as articulated in the Plymouth Mission Statement. The Endowment represents a substantial financial resource to help secure Plymouth's unforeseen future needs as well as to help sustain Plymouth's ongoing operations. The highest priorities of the Endowment are, collectively, to be able to fund 1) those programs specified by donor restriction requirements, 2) Plymouth's physical plant and capital expenditures to the extent not provided for in the operating budget, 3) the annual endowment withdrawals permitted by 4.9.1 below 4) Additional expenditures necessary to implement strategic initiatives.

Accordingly, the Senior Minister shall not:

1. Propose an annual budget with unrestricted endowment outlays of more than 4 percent of the rolling average of the past 36 months of the endowment fund balance without Deacons' approval.
2. Operate the endowment without written investment policies.
3. Invest in ways inconsistent with Plymouth's values.

#### **4.10 Compensation and Benefits**

With respect to employment, compensation, and benefits to employees, consultants, contract workers, and volunteers, the Senior Minister shall maintain financial integrity.

Accordingly, the Senior Minister will not:

1. Modify his/her own compensation and benefits.
2. Promise or imply permanent or guaranteed employment.
3. Establish current compensation and benefits that:
  - a. deviate materially from the geographic or professional market for the skills employed.

- b. create obligations over a term longer than revenues can be safely projected.
- 4. Establish compensation and benefits so as to cause unpredictable or inequitable situations, including those that:
  - a. incur unfunded liabilities.
  - b. provide less than some basic level of benefits to all full-time employees, though differential benefits reflecting market conditions or other appropriate factors are not prohibited.
  - c. allow any employee to lose benefits already accrued from any foregoing plan.

#### **4.11 Fundraising**

The Senior Minister shall ensure that any fundraising activities on behalf of the Church are properly authorized.

Accordingly, the Senior Minister shall not:

1. Allow unauthorized individuals and groups to apply for grants on behalf of the Church from outside funding agencies.
2. Allow fundraising activities by individuals and groups that do not adhere to consistent and accessible fundraising guidelines set by the Senior Minister.

#### **4.12 Communication and Support of the Deacons**

The Senior Minister shall ensure that the Deacons are informed and supported in their work.

Accordingly, the Senior Minister shall not:

1. Permit untimely, inaccurate, or incomprehensible monitoring reports when requested and scheduled by Deacons.
2. Allow the Deacons to be uninformed of any actual or anticipated noncompliance with any of The Purposes of the Church or Senior Minister Limitations policy of the Deacons regardless of the Deacons' monitoring schedule.
3. Allow the Deacons to be unaware of the Senior Minister's opinion that the Deacons are not in compliance with the Bylaws or their own policies.
4. Allow the Deacons to be unaware that the Senior Minister considers the Deacons to be acting to the detriment of the relationships among the Deacons, the Congregation, and the Senior Minister.
5. Allow Deacons' policies and other official documents including archives to be inaccessible to Church members or staff.
6. Allow the Deacons to remain uninformed of Congregational concerns brought to the attention of the Senior Minister.

7. Allow the Deacons to be uninformed about the spiritual and theological implications of their work.

#### **4.13 Emergency Senior Minister Succession**

The Senior Minister must have in place a contingency plan covering both short-term and long-term absence of the Senior Minister.