

# Governance Policy: Board Members

## Intent

It is the Board's intent to provide clear, accurate, and thorough information about the responsibilities, duties, and expectations for individuals serving as Members of the Board of Trustees of the Unitarian Universalist Congregation of Cleveland.

## Relevant Mandates

### **From the Code of Regulations**

#### **Article III, Section 6: Qualifications**

- All nominees for elective positions shall be Members of the Congregation who have reached the age of eighteen (18). A nominee for election to the Board of Trustees shall have been a Member of the Congregation for at least three (3) years as of the date of the Annual Meeting at which his or her name will be presented.

#### **Article X, Sections 1-3**

- A conflict of interest may exist when the interests or concerns of any Trustee, officer or staff member may be seen as competing with the interests or concerns of the Congregation.
- Any possible conflict of interest shall be disclosed to the Board of Trustees by the person concerned. When any conflict of interest is relevant to a matter requiring action by the Board of Trustees, the interested person shall call it to the attention of the Board of Trustees or its appropriate committee and such person shall not vote on the matter; provided however, that any Trustee disclosing a possible conflict of interest may be counted in determining the presence of a quorum at a meeting of the Board of Trustees or a committee thereof.
- The person having the conflict shall retire from the room in which the Board of Trustees or its committee is meeting and shall not participate in the final deliberation or decision regarding the matter under consideration. However, that person shall provide the Board of Trustees or committee with any and all relevant information.

#### **Other Duties Specified in the Code of Regulations:**

- Membership shall be effective upon signing the membership book in the presence of a minister or a Trustee. (II.2)
- At the end of a Trustee's first three (3) year term, the Trustee may stand for reelection for a second three (3) year term if so nominated by the Leadership Development Committee. (III.3)
- After such Trustee is elected for two (2) consecutive three (3) year terms of service, she or he shall not be eligible to stand for election for another term until such time as such Trustee has been off the Board for one (1) full year (being the time from Annual Meeting to Annual Meeting). (III.3)
- A Trustee beginning Board service by filling a vacated but unfinished term would be eligible for reelection to two (2) full three (3) year terms, and thus would be eligible to serve longer than six (6) consecutive years (provided that such Trustee would

only be eligible for election to two (2) full three (3) terms if the vacated but unfinished term they were appointed to had less than two (2) years remaining; if such appointed Trustee filled a vacancy for greater than two (2) years then such appointed Trustee would only be eligible for election to one (1) full three (3) year term). (IV.3)

- Special meetings may be called at any time by the President or any three (3) Trustees. (IV.6)

## Boundaries

Members of the Board of Trustees may not take actions reserved to the Congregation, Minister, or Leadership Council by the Code of Regulations.

Members of the Board of Trustees may not ignore or fail to enforce mandates contained in the Code of Regulations and job description, or fail to carry out directions resulting from action taken at any meeting of the Congregation Members.

## Responsibilities

The Board of Trustees will review this policy every three years or as needed.

If changes are recommended to responsibilities or duties specified in the Code of Regulations, the Board will present those amendments to the Congregation for a vote at its next Annual Meeting.

Changes to the Job Description must be approved by a majority vote of the Board of Trustees.

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### **Action Record:**

Policy adopted by Board of Trustees on 6/23/2020.

# Job Description: Board Members

**Intent:** This description fulfills the responsibilities established in the Governance Policy: Board of Trustees.

## **Responsibilities** (Areas of authority)

- Witness a new member signing the Book

## **Duties** (Tasks that must be carried out)

- Regular attendance at board meetings
- Be present, visible, and available at Sunday services, functions, and events.
- Attend the Board Retreat, the Annual Meeting, assigned committee meetings.
- Understand church bylaws, policies, procedures and finances.
- Carry out Board assignments and report as necessary.
- Represent the Board at functions and events.
- Support the annual Stewardship Drive.
- Accept and respond to questions from church members and friends. Questions which require a board decision should be brought to the board.

## **Expectations** (Anticipated conduct or behavior)

- Collaborate
- Respect
- Represent
- Contribute
- Listen
- Inquire
- Serve
- Study
- Consider
- Act in the best interest of the Congregation

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## **Action Record:**

Job descriptions adopted/reviewed/updated by (body) on (date).