

# 1 Governance

## PRIOR VERSION OF BOARD POLICIES FOR REFERENCE

Under the authority the Congregation has given us through the bylaws, the Board has adopted the following policies to provide a framework for the conduct of the Board and guidance for the Senior Minister. These are statements of direction, intention, and limitations, as the Board engages in governance and conducts the work of the Church. The Board commits to working in covenant and mutually supportive partnership with each other and with the Senior Minister in their role as ex-officio board member and chief executive of the church.

# 1 Governance

## 1.1 Guiding Principles

The following subsections identify the principles and moral sources that inform and guide the work of the Board of Trustees, the Senior Minister and Staff, and the Congregation as a whole.

### 1.1.1 Our Mission

Approved by the Congregation 10-16-2016

Foothills Unitarian Church unleashes courageous love in Northern Colorado and beyond by embracing our diversity, growing our faith, and awakening our spirits to the unfolding meaning of this life.

### 1.1.2 Our Guiding Values

Approved by the Congregation 12-20-2018

Joyful Resilience

Collective Courage

Deepening Belonging

Transcendent Wonder

## 1.1.3 Our Bold Vision

Approved by the Congregation 12-20-2018

We, the members of Foothills Unitarian Church, commit to create and sustain a healthy, vibrant religious community where:

1. Foothills is a vital part of the lives of its people, providing abundant opportunities for relationships across differences that provide joy, care, and belonging for all.
2. We are committed to a path of lifelong spiritual deepening that allows us to live lives of meaning and purpose in a world that needs our Unitarian Universalism.
3. We understand that being a part of Foothills requires us to give abundantly of our time, and this deepening involvement helps us to identify and grow our individual gifts.
4. We each engage in joyful and generous financial giving that fosters a deep ownership of the impactful work we support.
5. We are committed to recognizing and dismantling prejudice and oppression in all their forms, including within ourselves, allowing us to be more effective and trusted partners to marginalized communities in Northern Colorado and beyond.
6. Foothills is a leader in Northern Colorado in developing sustainable, innovative, intersectional approaches to caring for our earth and its people to ensure a greater flourishing of all life.
7. We do the work to make Unitarian Universalism accessible to all in Northern Colorado.

## 1.1.4 Our Sources of Accountability and Authority

We understand our sources of accountability and authority to include the following categories:

1. Our Congregation
2. Future congregants
3. The Unitarian Universalist faith, including other UU Congregations and the Association
4. People we serve (beyond our Congregation)
5. People we serve with (our community partners)
6. Local community
7. Planet

## 1.1.5 Our Covenant of Right Relations

The well-being, strength, and reputation of the Church depend on a sense of fellowship among the members, guests, and staff, which thrives in an atmosphere of trust, respect, and cooperation, guided by our shared covenant:

We covenant to build a religious community guided by love and sustained by respectful relationships which work towards the greater and common good. Believing that building healthy relationships is a spiritual practice, we aim to listen appreciatively, speak with care, express gratitude, honor and value our differences, and assume good intentions. We will communicate directly, honestly and compassionately, particularly when we are in conflict, and we will not expect to always get our own way. When we feel hurt or when we hurt others, we will try to forgive, make amends and connect in a spirit of love. In celebration of the common purpose that unites us, we will do our best to abide by this covenant.

## 1.1.6 Our Commitment to Inclusivity

We make every effort to be fair and avoid discrimination because of race, color, age, sex, marital status, sexual orientation, gender identity and expression, disability, national origin or ancestry, economic status, union membership, or political affiliation. This applies to all our policies and operations including all employment matters.

Leadership actions, decisions, and communications in the Congregation, from staff and from lay leaders, reflect our commitment to actively and accountably being an institution that is anti-racist, anti-oppression, culturally inclusive, and class inclusive; sexual orientation and gender identity affirming; and is safe, supportive, and accessible to people of all abilities.

## 1.1.7 Our Commitment to Laws and Ethical Practices

The Board of Trustees and Senior Minister comply with all relevant local and federal laws, and adhere to generally accepted accounting and Human Resources practices.

The Senior Minister informs the Board of civil disobedience by the Church as a strategy for change.

All ministers, ministerial interns, and professional staff members abide by the current codes of conduct for their professional positions. Some examples of prohibited conduct include, and are not limited to sexual, sexualized, or romantic relationships between the minister or intern and persons they serve in ministry, and sexual harassment of any kind. Ministers are also prohibited from using their position of authority for their personal gain.

## 1.1.8 Our Commitment to a Healthy Culture

The Board is committed to having a healthy culture at Foothills where each person's integrity is respected and expectations for healthy boundaries are clear; people understand why these boundaries exist; and there is a clear path toward accountability and healing if violations do occur.

The Board and Senior Minister recognize that professional misconduct within a Church has broad consequences that go beyond those directly impacted, and therefore embrace the principles of transparency and restorative justice in efforts to reestablish a healthy culture.

## 1.2 Governing Role of the Board

The Board is fiducially and legally responsible to oversee the Church including care for people and property, and is charged with stewarding the long term future of Foothills. To uphold these responsibilities, the Board:

**Articulates Mission, Values, and Vision.** The Board articulates the "ends" we are aiming for as a Church through the Mission, Values, and Vision that guide all of the work at Foothills.

**Governs through policy.** The Board creates and updates policies that provide high-level direction and guardrails to the Senior Minister, who is responsible for the "means" of accomplishing the "ends".

**Monitors policy compliance.** The Board provides oversight by monitoring the Senior Minister's compliance with Board policies.

**Links to the future.** The Board holds the responsibility for future focus on behalf of the Church, and connects regularly with our sources of authority and accountability.

**Makes decisions in exceptional cases.** The Board represents the Congregation in topics such as:

- Complaints from members and staff related to Board policy
- Grievances and professional misconduct involving the Senior Minister
- Approval of variances or exceptions to Board Policies
- Decisions as noted in the policies such as compensation for Senior Minister, approval for capital campaigns, approval of large purchases, and approval for significant variation of the congregationally-approved budget.

**Convenes Congregational Meetings.** As stipulated in the By-laws, the Board is responsible for convening the Congregation for annual business meetings, elections and special topics.

## 1.3 Board Operations and Covenant

The Board maintains a Handbook of procedures and practices to support effective operation as a Board. The Handbook is updated annually with agreements for how the Board works together, for

example the regular meeting time, communication methods, and a shared Board covenant.

## 1.4 Board Officers

The Bylaws establish the terms of office and manner of selection for the following officers of the Church: President, President-Elect, Treasurer, and Secretary. In addition to the duties defined in the Bylaws, the officers have the following responsibilities:

**Board President:** The Board President speaks on behalf of the board, is responsible for calling and managing congregational meetings, and facilitates the healthy functioning of the board as a whole. The President prepares the Board's meeting agendas and facilitates or arranges for the facilitation of Board meetings. The President is responsible for ensuring that Board meetings are focused on the primary purpose of the Board. The Board President works in close collaboration with the Senior Minister to promote a productive partnership between the Board and the ministry.

**President-Elect:** In alternating years, the President-Elect trains for the role of the President, and substitutes for the President as requested.

**Vice President:** When there is no current President-Elect, the Board selects from among the Board members a person to serve as the Vice President for a one-year term. The Vice President substitutes for the President as requested.

**Treasurer:** The Treasurer is selected from among the Board members, and supports fulfillment of the Board's financial oversight responsibilities by working with the Senior Minister to ensure that appropriate financial reports are made available to Board members on a timely basis and that the financial operations of the Church are in line with best practices and with the Church's Mission. The Treasurer plays no direct role in operational financial management.

**Secretary:** The Secretary is selected from the Board members, and ensures the accuracy and security of Board records, including the minutes, Board policies, and Church Bylaws. In cooperation with the staff, the Secretary regularly reports Board proceedings to the Congregation, and ensures that meeting minutes, Board policies, and Bylaws revisions are promptly posted on the Church website and maintained in e-archives.

## 1.5 Board Committees

Board Committees exist to help the Board to carry out its governance responsibilities. Committee charters are included in the Appendix, and are reviewed by the Board annually. For time-limited tasks, the Board may create Ad hoc Committees.

The one standing committee of the Board as articulated in the Bylaws is the Nominating Committee, which is responsible for the annual development of a slate of nominees for all elected positions.

The Board may have additional committees, such as:

- **Policy Committee:** The Policy Committee assists the Board in reviewing and revising its policies to ensure the policies are effectively serving the needs of the Congregation.
- **Linkage Committee** The Linkage Committee assists the Board in maintaining its focus on the future. This committee helps to identify and, where appropriate, facilitate conversations between the Board and its sources of accountability and authority. It brings materials to the Board to help develop capacity for future focus, and takes the lead in planning for upcoming visioning efforts.

Members of the Policy and Linkage Committees are appointed by the Board. Three members of the Nominating Committee are elected by the Congregation as specified in the Bylaws; one member is a Board member appointed by the Board for a one-year renewable term.

Ad hoc Committees may be formed by the Board at any time. The Board clearly directs each Committee by outlining specific objectives and/or changes that need to be implemented, any limitations, and a time frame for completing its work.

Committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. They are not involved in Senior Minister or Staff operations and do not exercise authority over them. Committees have no management authority and are accountable to the Board of Trustees.

## 1.6 Board of Trustees' Avoiding Conflicts of Interest

Members of the Board:

- Act in an ethical and professional manner, and always in the best interests of the Congregation, its Mission, and its Vision
- Disclose any personal, financial, or other conflict of interest that might influence their actions or decision-making regarding the Church

To prevent internal conflicts of interest within the Board, familial partners may not serve on the Board at the same time. Other relationships that could create conflicts of interest within the Board are carefully considered by the Nominating Committee prior to nomination.

When a conflict of interest arises or the Board's code of conduct is violated by a Trustee, the Board of Trustees addresses the matter in a timely manner, prioritizing the health of the Congregation and remaining in alignment with its Mission, Vision, and Values, while respecting the worth and dignity of the individual(s) involved.

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