

## Charge to the Governance Task Force

### Background and Context

A transitional Governance Team (GT) was formed by the Board of Trustees (BOT) in May 2019 to study the existing governance provisions at First Universalist Church of Denver, look at governance models employed by analogous UU congregations, and stimulate discussion of potential new options for First Universalist. The GT completed its assigned tasks with a Congregational Workshop on Governance which was conducted remotely on Zoom on April 25<sup>th</sup>. The GT will now summarize the findings and results of its work in a report to be prepared for the BOT in early May.

Based on the work completed by the GT over the last year and discussions within the Congregation, the BOT now recommends that First Universalist initiate a program for re-design and update of the Church's governance structure. This effort should follow the general approach presented in "Governance and Ministry" by Dan Hotchkiss. The first step will be the formation of a new '**Governance Task Force (GTF)**' to undertake and lead this effort.

In a related effort, the BOT passed the following motion for the creation of a Board committee for policies, the Policy Development Committee (PDC) on January 16, 2020:

*Recognizing the unclear nature of existing First U policies, the confusing combination of documents in which they exist, critical policy gaps, and the lack of visibility to the Congregation, the Board of Trustees agrees that it will establish a new Board Committee to develop a working draft of a comprehensive 'policy book'. The policy book will be structured to allow the rapid integration of applicable existing policies into a clear, comprehensive format, accessible online to the congregation at an early stage.*

The BOT intends to incorporate the work of this committee into the GTF as an integrated sub-committee.

### Potential Governance Framework

One of the most critical responsibilities of the GTF will be the establishment of a 'vision for governance' at First Universalist and a framework to incorporate all of the essential elements of governance. This will necessarily be a very interactive task requiring a great deal of thought by the GTF and consultation with the Board of Trustees (BOT) and the Congregation. The outline below is presented as an initial concept for this framework and a starting point for discussion:

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Elements	What They Include	Who Does Them
<b>Governance Framework</b> <i>What is governance?</i>	Governance Proposal Vision of Governance Church Governance Guide	Governance Task Force (GTF) Board of Trustees (BOT) Senior Ministry Input & approval by the Congregation
<b>Bylaws</b> <i>Rules by which we operate</i>	Updated Bylaws	GTF BOT Review & adoption by Congregation
<b>Policies</b> <i>What we intend to do</i>	Comprehensive Policy Book	BOT Policy Development Sub-Committee GTF
<b>Structure</b> <i>How we organize and work together</i>	New Org Chart Functional Descriptions Communications & Coordination Plan	GTF BOT Senior Ministry
<b>Operational Guidelines</b> <i>What we do and how we get things done</i>	Procedures Guidelines	Standing Committees Councils

The vision and mission of the Church are important reference points for this effort and outcomes that should be enabled by good governance. A parallel effort to review and update the vision and mission of First Universalist will be led by the Appreciative Inquiry Team within the same timeframe as governance development.

### Composition of the Governance Task Force (GTF) Team

**GTF Core Team.** The Core Team of the GTF will be comprised of 5-7 voting members of the Congregation and a liaison to be assigned from the BOT. The BOT intends to meet with nominated and/or interested members of the Congregation and select a team that is diverse, balanced, and committed. The following attributes, characteristics and experiences will be areas of focus:

- Leadership experience at First Universalist or other similar church
- Collaborative working style
- Effective communication ability
- Availability and willingness to commit the necessary time over the next year

It is expected that the required time commitment over the next year will be significant, in the range of two 2-hour meetings per month plus 2-4 hours of reading/research preparation per meeting.

Upon agreement, candidates will agree to read “Governance and Ministry” by Dan Hotchkiss and gain the insights of the current GT members compiled from their extensive research and work on governance over the past year. Together these will provide a well-regarded roadmap for governance development and a common language connecting First Universalist with other successful UU congregations.

**Policy Development Sub-Committee (PDSC).** The existing PDC will be integrated into the GTF as a sub-committee. According to its original charge, the PDC is comprised of 3-5 voting members of the Congregation, one of whom will be a member of the BOT. This structure will remain the same. It is anticipated that membership will grow to address specific policy areas as the sub-committee begins to develop proposed revisions and new policies. All voting members must be members in good standing of First Universalist.

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### **Reporting and Communications**

The GTF will be accountable to the BOT and will report regularly to the Board regarding planned activities, progress, and issues encountered. In addition, the GTF will consult and coordinate with other parts of the Church organization, including: the standing committees, senior ministry/staff, the councils and the Congregation.

Communication with the Congregation is an essential requirement of the governance development process. During the course of this effort, the GTF and the PDSC will be expected to develop communications materials, make presentations and conduct periodic listening sessions and workshops with the Congregation.

The Policy Development Committee developed a draft 'Communications and Outreach Plan', which will be reviewed by the newly formed Policy Development Sub-Committee (PDSC), GTF, and BOT, tailored as required and then shared with the Congregation to establish expectations for appropriate openness and transparency.

### **Scope of Work to Be Accomplished by the GTF**

It is expected that work to be undertaken by the GTF will iteratively be comprised of drafting goals, structure, and policies to be affirmed by the BOT and senior staff and then updated based on feedback from the Congregation. The work should include explanations of all related elements of the governance framework and recommended changes to the bylaws to be considered and formally adopted by the Congregation. Following the example of similar efforts conducted by UU churches of similar size, it is expected that a period of up to 9 months should be allowed for this extensive effort. The BOT has established a target for completion of the governance proposal and final presentation to the Congregation at the Spring Congregational Meeting in May 2021.

The following is an initial list of activities to be undertaken by the GTF. It is likely that this scope may evolve during the course of this effort as the Church gains greater insights into governance development features that are best suited to its needs. The GTF is encouraged to develop new ideas and present them for consideration.

1. Consult with the BOT and Church leadership to seek stakeholders, specialists, and interested Congregation members in each of the specific policy areas. Utilize input from these groups and coordinate with them as bylaws and policies are reviewed, revised and developed
2. Establish a process of consultation with the BOT and Congregation for development of a 'vision of governance' for First Universalist, and a framework to incorporate all of the essential elements of governance. As these pieces begin to take shape, the GTF will develop a user-friendly summary document for the Congregation that may take the form of a 'Church Governance Guide', to be included in the governance proposal.
3. Review existing bylaws, revisions that were recommended in February 2018, and revisions that have been more recently classified as 'technical' and 'adaptive'. Identify potential revisions that are consistent with anticipated future governance structure that could be recommended for early adoption, and present these for approval by the BOT and subsequent review and approval by the Congregation.
4. Summarize and assess the existing organizational structure of First Universalist based on existing bylaws, policies and actual practice. Consult with ministry/staff, standing committees, councils and programs to determine effectiveness of the existing structure, as well as areas of conflict and potential improvement. Develop and present alternative models together with First Universalist

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stakeholders, drawing on the experiences of other similar UU congregations, and recommend potential changes to the BOT for inclusion in the governance proposal.

5. Based on recommended governance changes considered by the GTF as a whole, PDSC will develop a working draft of a comprehensive 'Policy Book', following the recommended approach of "Governance and Ministry" by Dan Hotchkiss, and integrating applicable existing First Universalist policies together with selected example policies and formats from other UU congregations. The Policy Book will be structured to allow the rapid integration of applicable existing policies into a clear, comprehensive format, accessible to the congregation at an early stage. It will provide for a clear system of incremental updates and the addition of new material. Specific activities will include:
  - a. Identify linkages between policies (existing and proposed) and applicable sections of the bylaws; assess where conflicts or gaps may exist.
  - b. Develop proposed revisions to bylaws and policies to implement recommended changes. Include a process for regular future review of the overall governance structure as well as bylaws and policies.
6. Work with ministry/staff, standing committees, councils and programs to establish a clear methodology for development and promulgation of operational guidelines and procedures that are consistent with policies established by the BOT, and readily accessible by the Congregation.
7. Prepare a comprehensive governance proposal, incorporating all of the framework elements described above and work with the BOT to iteratively present and discuss this proposal with the BOT, senior staff, and interested members of the Congregation. Once proposed changes are considered and approved by the Congregation they might then be implemented for a trial period of approximately one year, following the example of Foothills Unitarian Church. During this period, the GTF will provide guidance and assistance to the BOT, ministry/staff, standing committees, councils and programs for the implementation of proposed changes. The GTF will consult with the Congregation to assess the effectiveness of proposed changes, revise as needed and then consider for final adoption.

### Acronyms

BOT	Board of Trustees
GT	Governance Team (transitional)
GTF	Governance Task Force
PDC	Policy Development Committee
PDSC	Policy Development Sub-Committee