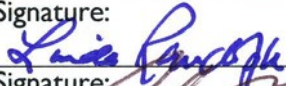



Tennessee Valley Unitarian Universalist Church	Charter: Executive Team Principal author: Bill Cherry Rev 6-21-15 BOD	Document No: CH.006.00 Page I of 7	
Approved by:	President, Board of Directors Linda Randolph	Signature: 	Date: 3-20-12
Approved by:	Chief of Staff Rev. Chris Buice	Signature: 	Date: March 20, 2012
Revised and approved 6/21/15 President, Board of Directors Linda Randolph			

A. Purpose of the Charter

To describe the composition, roles and responsibilities of the TVUUC Executive Team (ET) and to provide the Executive Limitations as required by the TVUUC bylaws.

B. Background and Authority

The ET was suggested by the Governance Task Force as a significant addition to the church's governance structure. On May 11, 2011, the congregation approved a by-laws revision establishing the ET and authorizing the TVUUC Board of Directors (BOD) to further define its function. With the approval of this Charter, the BOD authorizes the ET to function as described subject to any revisions that may occur from time to time. The ET, through the Sr. Minister as the Chief Executive Officer (CEO), is responsible to the Board and will report to the Board on its activities in a manner and time frame that satisfies the BOD's oversight responsibilities.

C. Scope

The ET's primary function is to assist the Sr. Minister, as needed, in the fulfillment of his/her responsibilities as the church's CEO. The Sr. Minister is responsible for the day to day activities of the church including those elements described as ministerial (M) and programmatic (P) as well as all activities that may be described as operational or administrative (O). The ET will not typically be engaged in the day to day MPO details but will assist the Sr. Minister with goal and objective setting that delivers Mission Results (to attract, inspire, engage, retain and serve), the periodic reviews of both programs and functions, major financial decisions and other upper-level activities important to the fulfillment of the TVUUC Mission. Further, the ET is not a policy-making body but is deliberative and forward-looking in the guidance and support provided to the Sr. Minister. The responsibility and accountability for all MPO activities and results ultimately resides with the Sr. Minister. The ET will provide assistance with decisions and implementation as appropriate and help to ensure that all activities are directed toward achieving the TVUUC mission, vision, and goals and are consistent with church policy and otherwise within the confines of this Charter and the Executive Limitations

D. Membership and Their Responsibilities

1. Regular Members

- a. The Senior Minister, in the role of CEO is the ranking member and will serve as the Chairperson of the ET.
- b. The Director of Administration, with overall responsibility for operations and administration, will function as the Executive in Charge when the CEO is unavailable and when specifically appointed to the role by the CEO or the President of the Congregation.
2. In the unlikely event that both the CEO and the Director of Administration are absent and unavailable for any significant period of time, the President of the Congregation will make any necessary ET decisions.
3. Responsibilities of ET Members
 - a. The responsibilities can be summed as "Contributing in a manner that best helps the Sr. Minister to carry out his/her responsibilities to the Board, the Congregation and to the community-at-large"
 - b. Additional Responsibilities of the Members
 1. To attend all meetings or, if unable to attend, inform the chairperson in advance. Arrive on time and be prepared for any previously assigned action items or assignments.
 2. To participate in open and candid debate and provide honest feedback on each and every issue
 3. To accept assignments as necessary to advance the work of the ET.
 4. To speak in one voice outside of the ET meetings.

E. Executive Team Responsibilities and Limitations

1. General - The Executive Team shall:
 - a. Demonstrate leadership that is caring, nurturing, open, responsive, visionary, and empowering.
 - b. Not cause or allow any practice, activity, decision, or organizational

circumstance that is unlawful or imprudent, or that is in violation of Unitarian Universalist Principles, Congregation Bylaws, church policies or commonly accepted business, accounting, and professional ethics and practices.

- c. Operate within the Executive Team Limitations as required by the TVUUC bylaws and to make decisions consistent with those limitations.
 - d. Ensure that all MPO elements are fully optimized so as to exceed the expectations of the community
 - e. Comply with all policies as approved by the BOD and to advise the BOD on the need for new policies or the revision of existing policies
 - f. Have approval authority over all procedures that are associated with the MPO functions of the church and to operate within those procedures wherever possible.
 - g. Provide executive leadership and oversight to all programmatic elements of the church including Religious Education (all ages), Music, Membership and other programs within the various cluster groups that may be both internal and external to the church community.
2. Treatment of Congregants, Friends and Visitors
- a. With respect to interactions with and among congregants, the Executive Team shall create conditions, procedures, and decisions that:
 1. are safe and dignified;
 2. provide appropriate confidentiality and privacy; and
 3. apply the standards of the Congregation's Mission, Covenant, , and Unitarian Universalist principles.
 - b. The Executive Team shall provide and maintain mechanisms for timely and effective communication of congregation activities, actions, and information to and among congregants.
3. Treatment of Paid and Volunteer Staff
- a. With respect to the treatment of paid staff, the Executive Team shall:
 1. Comply with the most current version of the Personnel Manual and any associated policies and procedures.
 2. Ensure that all paid staff have read the Personnel Manual and are fully aware of their obligations under this manual
 3. Apply the requirements of the Personnel Manual consistently and fairly to all paid staff.
 4. Propose revisions to the Personnel Manual to the Personnel Committee and work in a committed fashion to ensure that the manual is revised when necessary and in a timely fashion.
 5. Provide the staff with opportunities for professional growth and development appropriate to their mission in the congregation.
 6. Advocate for fair staff compensation and benefits that are consistent with Unitarian Universalist Association guidelines, that reward staff performance and are competitive in the local market.
 7. Not discriminate against any staff member for non-disruptive

expression of dissent.

- b. With respect to the treatment of all staff, the Executive Team shall:
 1. Ensure safe and healthy conditions for everyone.
 2. Not discriminate based on race, creed, ethnicity, national origin, religion, age, gender, physical disability, marital status, sexual orientation, or gender characteristics, identity or expression.
 3. Treat everyone with respect and dignity and maintain covenantal relations at all times

4. Handling of Financial Matters

- a. Regarding the Annual Budget, the Executive Team shall:
 1. Work with the Treasurer and Finance Committee as appropriate, to ensure that the Treasurer can present an annual budget proposal at the Board meeting designated for budget approval.
 2. Be accountable for spending in accordance with the approved budget. Line item (individual account) deviations are allowed as long as total spending is within budget and any single line item deviation over \$5,000 is approved in advance by the Board. Any significant deviations in line item spending are to be highlighted in the monthly budget report to the Board.
 3. Obtain Board approval to spend from contingency funds, whether they are built into the budget or held in restricted accounts, if the total single expenditure amount is greater than \$5,000.
- b. Regarding Financial Controls and reporting, the Executive Team shall:
 1. Maintain a financial internal controls policy consistent with accepted accounting practices including: segregation of duties, proper authorization, adequate documentation and records, and independent audits or management reviews.
 2. Provide adequate systems for reviewing, approving/denying, and reimbursing expenses incurred by members and staff on behalf of the congregation.
 3. Prepare a budget summary reflecting year-to-date revenue and expenses and submit to the Board each month.
 4. Obtain prior written Board approval for refinancing, obtaining a line of credit or entering into a loan contract.
- c. Regarding asset management and controls, the Executive Team shall ensure that the assets of the Congregation are protected, adequately maintained, appropriately used, and not risked unnecessarily. Assets include cash, CDs, the church buildings, grounds and furnishings. Accordingly, the Executive Team shall:
 1. Obtain advance written authorization from the Board

- before purchasing, encumbering, or disposing of titled or real property.
2. Obtain and maintain adequate insurance coverage including theft and casualty losses, general liability, professional liability and automobile liability.
 3. Provide adequate safeguards to prevent abuse of children and adults as well as effective systems to fully investigate any charges of abuse.
 4. Not invest church finances in any speculative manner. Anything other than interest bearing checking accounts or money market CDs are prohibited. As such, any stock donated to the church for payment of a pledge or other reason is to be sold as quickly as possible.
 5. Not unnecessarily expose the organization, its Board, or staff to claims of liability or risk to the nonprofit status.
 6. Protect the congregation's public image and credibility.
 7. Ensure the building, grounds and equipment are sufficiently maintained, protect them from environmental degradation, and provide for building security.
- d. Regarding the Execution of Contracts the Executive Team may only enter into a new grant or contract with approval of the Board. This does not apply to new or renewed service agreements that are included in the annual budget. Further to this, the Executive Team and/or the Board shall:
1. Not permit any other person or entity to execute a contract on behalf of the congregation.
 2. Seek appropriate professional advice, when necessary, to interpret and assess contractual terms.
 3. Not breach any contract without approval of the Board.
 4. Not award a contract for goods or services to members of the Board of ~~Trustees~~ **Directors**, Executive Team, or these persons' immediate families. Nothing in this limitation shall preclude awarding contracts to Congregation members who are not in the positions of leadership listed above.
 5. Not make a purchase of over \$5,000 without at least two competitive bids unless an exception is specifically authorized by the Board.
- e. Regarding gifts and bequests to the Church, the Executive Team shall only accept a gift/bequest that is consistent with the standards of the congregation's Mission, and/or Unitarian Universalist Principles. Accordingly, the Executive Team shall:
1. Inform the Board of any significant, undesigned and unexpected gifts/bequests and direct that income into the

- appropriate accounts (funds or projects) wherever possible.
2. Accept undesignated restricted gifts/bequests by encouraging donors or prospective donors to select from the approved list.
 3. Expenditures from a restricted fund may be used only for the intended purpose of the restricted fund unless permission is obtained from the appropriate authority to deviate from that fund's intended purpose.
 4. If the original purpose of a restricted fund has expired, the Executive Team may move the money to the general fund and notify the Board accordingly.
5. Handling of Internal Communications - The Executive Team shall keep the Board and Congregation informed and supported in its work. Accordingly, the Executive Team shall:
- a. Submit monitoring data required by the Board in a timely, accurate, complete, and understandable fashion.
 - b. Ensure that a complete and current set of all Policies and Procedures is readily accessible to all members and staff at all times.
 - c. Supply any information required for the Board's consent agenda.
6. Handling of Facility Matters. In managing facility usage and making any changes to the facility, the Executive Team shall:
- a. Be governed by our Congregation's Mission, Values, and UU Principles
 - b. Provide for use of the building and grounds by persons with different physical abilities.
 - c. Provide for adequate safety and security inside the building and on the grounds.
 - d. Respect the history and heritage of our Congregation and faith.
 - e. Ensure that appropriate stakeholders are given the opportunity to input on significant facility (building and grounds) decisions.
 - f. Develop, implement and enforce procedures for building usage by members, staff and others, including fund-raising events:
 - i. that give priority to use by members and staff,
 - ii. that are consistent with state and federal nonprofit regulations,
 - iii. that protect the integrity and cleanliness of our buildings, furnishings, equipment and land.

F. Direction and Control

1. The ET, through the Sr. Minister as CEO, operates under the direction of the Board and, as such, will provide periodic updates as to their activities and

progress towards objectives including the identification of any barriers or challenges that have arisen.

- a. The ET shall submit specific monitoring reports to the Board on a schedule to be decided by the Board. Feedback /directions from the Board will be incorporated into ET activities as appropriate . Any disagreements will be debated and resolved in the most effective manner possible maintaining covenantal relationships at all times.
2. The ET chairperson is responsible for fostering an environment that encourages constructive debate of all proposals, encouraging everyone to participate and keeping the ET on task to complete expected outputs and deliverables.
3. The ET can and should, where appropriate, delegate specific tasks to other individuals or groups but the ET cannot delegate its accountability for getting results.

G. Decision Making Process

1. Key decisions will be made by the ET Chairperson/Sr. Minister after making every effort to obtain input an opinion from all appropriate stakeholders.
2. The ET Chairperson/Sr. Minister is ultimately responsible and accountable for all decisions and activities that fall within the ET's jurisdiction (MPO).
3. Urgent matters must be handled in the manner most appropriate to the situation. The Sr. Minister will make every reasonable effort to engage ET members and other stakeholders in these issues but has the authority to make unilateral decisions consistent with policy and the Executive Limitations . If he/she must go outside of these boundaries, he/she will inform the President of the congregation of such action at the very earliest opportunity.

H. Meeting Frequency

1. The ET will meet on a scheduled basis once per month whenever possible and whenever necessary .
2. The ET will meet at other times as needed to effectively conduct the activities for which the Sr. Minister is responsible.