

UUFSD Policy and Procedure Document

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Title: Officers' Responsibilities

Date Approved: July 12, 2010 by the Board of Directors

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Purpose

To specify the duties of the Officers of UUFSD.

Per the California [*Attorney General's Guide for Charities, Best practices for nonprofits that operate or fundraise in California*](#), published in June 2021, "Every public benefit corporation [which includes religious organizations] must have at least three officer positions: a president (or chair of the board), a secretary, and a treasurer (or chief financial officer). [...] No person serving as the secretary or treasurer/chief financial officer may serve concurrently as the president or chair of the board [...]. Generally, the president/chief executive officer is responsible for the day-to-day operations of the corporation. The treasurer/chief financial officer is responsible for the financial affairs of the corporation. And the secretary is responsible for maintaining corporate records, including board minutes."

Board Members serving as Officers should expect to spend more hours per month serving in their roles ~~the~~ than the hours required by those serving as Members-at-Large.

Policy

UUFSD operates according to Bylaws. Article VII of those Bylaws states the following:

SECTION 1: OFFICERS

The Officers of the Fellowship shall be a **President**, who shall also serve as Chair of the Board, and a **Vice President**, who shall be members of the Board; and a Corporate **Secretary** and a **Treasurer**, who may or may not be members of the Board.

SECTION 2: ELECTION OF PRESIDENT AND VICE PRESIDENT

At the Annual Meeting, the President and Vice President of the Fellowship shall be elected by the Voting Members from among the seven members of the Board, as set forth in Article 10, Section 2, (2). No member shall be elected or eligible for election who has not given his/her consent. The President and Vice President shall each be elected for one year. The President of the Fellowship may not serve for more than two consecutive years.

SECTION 3: VACANCIES

If the office of President becomes vacant, the Vice President shall serve as President until the next regular Congregational Meeting, at which time the Voting Members shall elect a President from among the members of the Board, who shall serve until the next Annual Meeting. If the President is absent or unable to carry out the duties of the office, the Vice President shall serve as President. If the office of Vice President becomes vacant, the

Board of Directors shall elect a Vice President, after consultation with the Nominating Committee. This person shall serve until the next Annual Meeting.

SECTION 4: ELECTION OF CORPORATE SECRETARY AND TREASURER

At its first Board Meeting following July 1, the Board shall elect the Corporate Secretary and the Treasurer, each of whom may be re-elected. The term of office shall be one year.

Per UUFSD policy, the Secretary and Treasurer, if not also elected members of the Board, serve as non-voting ex-officio members of the Board of Directors. The Minister also serves as a non-voting ex-officio member of the Board. Therefore, the Minister, Secretary, and Treasurer are all expected to attend monthly board meetings, executive sessions (unless excused by the President), board retreats, and congregational meetings. They are also included in all Board of Directors communications.

Procedure

Responsibilities of the **President** are as follows:

The President is responsible to the Board of Directors, overseeing the long-term goals of the organization, the creation of the vision for the organization, the creation of policies in support of the vision, the financial well-being of the organization, and external affairs. This is complementary to the Minister who reports to the Board of Directors, overseeing the daily operations of the organization in support of the organization's vision, and attending to internal affairs.

The specific responsibilities of the President are:

- Meet with the Minister at least monthly.
- In consultation with the Minister and Vice President, set agendas for meetings of the Board of Directors.
- Track open agenda items and follow up on unfinished business.
- Convene and conduct meetings of the Board of Directors.
- Convene and conduct Congregational meetings. Ensure that sufficient notice of the Congregational meetings is given to the Congregation, as specified in Article V, Section 3 of the Fellowship Bylaws.
- Sign contracts on behalf of the Fellowship.
- Represent the Board and Congregation when needed.
- Convene the Executive Committee if necessary. An executive committee typically consists of the President, Vice President, and sometimes the Treasurer and Secretary.

Responsibilities of the **Vice President** are as follows:

- Assume the responsibilities of the President when requested by the President or if the President is unable to carry out the responsibilities specified here-in.
- Meet monthly with the President and Minister.

- Support the President in their duties.

Responsibilities of the **Secretary** are as follows:

The primary responsibility of the Corporate Secretary is to ensure accurate records are kept of all board and congregational meeting proceedings and the records then appropriately distributed and filed. The Secretary's job also includes responsibility, per Article VI, Section 8 of UUFSD Bylaws, for Policies and Procedures, which "shall be kept by Corporate Secretary, or designee, and shall be reviewed and updated by the Board of Directors at least every three years."

The specific responsibilities of the Secretary are:

- Serve as the Board's liaison to the Policies and Procedures Committee and ensure that all Policies and Procedures are updated or revised as required.
- Request committee and staff monthly reports from board liaisons the week prior to monthly board meetings and assure that all reports are available to Board Members three days prior to the monthly board meeting.
- Verify that a quorum is present for board and congregational meetings.
- Record the minutes of all meetings of the Board of Directors and annual Congregational Meetings according to established UUFSD standards. If unable to attend a particular meeting, arrange for a designated substitute to take minutes. Advise the Board President accordingly.
- Distribute the minutes to the full Board of Directors for review within 48 hours of the meetings, but no later than 7 days after the meeting.

These minutes shall include:

- The names and titles of all meeting attendees.
- A concise summary of lengthy conversations, keeping the confidentiality of members within the minutes.
- A summary of all decisions and action items.
- A summary of any decisions made via Google poll.
- A list of all appendices to be added to the Official Record which would include Committee, Staff, & Financial reports, new or revised and approved Policies and Procedures, and other relevant and approved documents.
- Produce and distribute the *Board Meeting Official Record*. Once the Board has approved the minutes and all appendices, a PDF document, combining the Board Meeting Minutes and all appendices, is created titled "Board Meeting yyyy-mm-dd OFFICIAL RECORD.pdf".

Copies of that PDF go to:

- The Board Drive Folder for that Board Meeting.
- The Board Drive Folder titled "Approved Final Board Meeting PDFs"
- Emailed to the UUFSD Webmaster (webmaster@uufsd.org)
- Emailed to the UUFSD Archive (archive@uufsd.org)

The exceptions are notes from Executive Sessions that are confidential and often contain sensitive information. These notes are NOT to be distributed outside of the Board. These notes are placed in a separate folder on the

Board's Google Drive under Executive Sessions and never distributed elsewhere.

The responsibilities of the **Treasurer** are as follows:

As Chief Financial Officer, the Treasurer is responsible for the financial affairs of the corporation. The Treasurer safeguards the congregation's funds, ensures all receipts and disbursements are properly accounted for, and gives financial reports and guidance to the Board of Directors and other Fellowship leaders.

The specific responsibilities of the Treasurer are:

- In consultation with the Finance Committee, ensure that adequate financial internal control systems are followed, with detailed procedures in place that will safeguard the handling of all funds.
- Coordinate with the Congregational Administrator and Bookkeeper to ensure all receipts are recorded properly, according to fund designation and Generally Accepted Accounting Practices (GAAP).
- Ensure that all disbursements are proper according to budget limitations, are supported by detailed documentation, and are properly recorded in UUFSD's accounting records.
- Track variances with the budget (receipts and expenditures) and alert program or committee leaders about spending patterns.
- Submit a formal monthly report of receipts and expenditures, and how they relate to the General Fund budget, to the Board and Finance Committee.
- Ensure monthly bank statements are reconciled.
- Create an initial draft of the annual budget, utilizing projection of current year's income and expenditures, and analysis of receipt and spending over time. In coordination with the Finance Committee, collect budget requests from staff and committee heads, create a comprehensive first draft of the annual budget, and submit this to the Board of Directors for review.
- Ensure access to online financial resources (banks, investments, PayPal, Stripe, Intuit, Breeze, etc.) is maintained and controlled.
- At the direction of the Board, arrange for business credit cards for Staff.
- Ensure that annual donation statements are emailed to donors (done in February).
- In collaboration with the Congregational Administrator, submit required annual paperwork including: UUA Annual Certification, Annual Claim for Welfare Exemption to County Assessor, Church Mutual Insurance Payroll Audit, etc.
- Supervise staff and contractors doing financial functions (e.g., bookkeeper).