

**For the meeting of March 3, 2021**

**To: Board of Trustees**

**From: Governance Manual Update Task Force (Cindy Maxim, Deborah Schmidt, Virginia Silver-Rimbach, Beth Pollard)**

**Subject: Governance Manual Adoption**

The Governance Manual Task Force charge was to update the manual to reflect current Board policies and practices; this includes the shift of the executive function from a Coordinating Team to an Executive Director, the creation of the Program Council, and the move away from a “limitations” approach to more positive or proactive statements of Board expectations.

The Board received progress reports on the updating over the past three months; (see prior Board memos) The draft has been available to Board members to make suggestions; some were incorporated into the final draft.

In addition, at our invitation, the Endowment Committee has offered recommended language in their pursuit of clarity around terminology, boundaries, responsibilities, etc. This is an area of the manual that warrants more attention from the Finance and Endowment Committees; for example, oversight of investment funds other than endowment and quasi-endowment. One item Endowment raised was Board direction about seeking gifts; the issue seemed to be whether the Board was concerned that seeking bequests would compete with other financial requests made to the congregation. However, since including this function was noted by a Board member at the last meeting, it has been a standing perception and practice that the Committee would seek bequests, and the observation that there is a difference between estate bequests and current funding requests, the Task Force left in the expectation about seeking bequest gifts but left the door open for other direction.

The Task Force recognizes that the manual is a “living document,” and will require continual updating as new issues or approaches arise, or gaps are discovered. We also recognize that there may be areas for improvement in applying the lens of RASCI (i.e. clarity around who is responsible, accountable, supportive, consulted, or informed). But for purposes of our charge, we consider our work complete.