

St. Andrews-Covenant Presbyterian Church (SACPC)

Session Governance Policies

Revised May 23, 2022

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Policy Type: Ends

Ends policies describe the Session's expectations about (1) the benefit, difference, or outcome in recipients' lives that the organization is to produce, (2) the persons for whom the difference is to be made, that is, the designation of the consumers, beneficiaries, or whatever group the organization intends to reach, and (3) the cost or relative worth of the benefit.

1.0 **Global Ends Policy:** Saint Andrews-Covenant Presbyterian Church (SACPC) exists so that individuals are inspired to be in relationship with Jesus Christ, to love one another, and to be faithfully present in our community, at a cost that demonstrates responsible stewardship and worth no less than 100% of total church resources.

Members and Friends worth no less than 60% of total church resources.

1.1. Members and friends are inspired towards a personal relationship with Jesus Christ.

1.1.1. They recognize their faith is shaped by a cross, a table and a font.

1.1.2. They engage in God's word and theological reflection.

1.1.3. They inspire one another to love Jesus.

1.2. Members and friends love one another.

1.2.1. They deliberately cultivate connections with one another

1.2.2. They call one another by name

1.2.3. They nurture loving relationships with one another

1.2.4. They share each other's joys and struggles through relationships and prayer.

1.2.5. They allow for anyone to feel the love of God by being inclusive in our church.

1.2.6. They feel cared for and supported by our church in their lives.

1.3. Members are involved in our church.

1.3.1. Members' involvement in worship is consistent and growing

1.3.2. Members' involvement in groups is consistent and growing

1.3.3. Members' involvement in service is consistent and growing.

Children and Youth worth no less than 30% of total church resources

1.4. Children and youth are recognized as vital to the viability of SACPC and are the new energy of today and tomorrow

1.4.1. Children and youth in this church are inspired to love Jesus and follow Him.

1.4.1.1. Vibrant children and youth ministries are supported

1.4.2. Children and youth in this neighborhood are shown the love of Jesus

1.4.2.1. Various opportunities and programs impacting the lives of children and youth in the surrounding neighborhood and schools are supported.

Partners and Ministries worth no more than 10% of total church resources

- 1.5. Partners and Ministries whose mission and vision align with the mission and vision of SACPC, and Exhibit the Kingdom of Heaven, are spiritually and financially supported.
 - 1.5.1. Local partners and ministries whose mission and vision align with the mission and vision of SACPC, that Exhibit the Kingdom of Heaven are supported.
 - 1.5.2. Global partners and ministries whose mission and vision align with the mission and vision of SACPC, and that Exhibit the Kingdom of Heaven are supported.

Pastor HOS Organizational Ends

- 1.6. The Pastor HOS understands Policy Governance and how the session has delegated authority for these responsibilities to the HOS. In addition, the HOS understands their authority over staff and the responsibilities that come with that authority including but not limited to delegation and oversight. The HOS understands these additional organizational ends serve to clarify and support meeting all ends.
 - 1.6.1. Sufficient teams to manage the operations, ministries and programs of the church are developed.
 - 1.6.2. A plan to reenergize the Diaconate is implemented
 - 1.6.3. The morale of our staff is healthy
 - 1.6.4. Responsibilities and limitations of staff are clear.
 - 1.6.5. Respective roles of staff to help the HOS meet ends policy are understood.
 - 1.6.6. The worship schedule meets the needs of the church for growth.
 - 1.6.7. Realm is up to date to reflect accurate measurement of member involvement.

Policy Type: Executive Limitations

*Executive Limitations are a collection of Head of Staff-directed statements that clearly outline Session expectations by describing the behavior, efforts, and actions that the Session **does not** want the Pastor/Head of Staff to adopt, utilize, or pursue in efforts to reach the church's Ends. The policy governance model defines executive limitations as: "The boundaries of acceptability within which staff methods and activities can responsibly be left to staff."*

2.0 Global Executive Limitation: The Head of Staff shall not cause or allow any practice that is either unlawful as defined both by US regulation and the Presbyterian Church (U.S.A.) Book of Order, imprudent, or in violation of commonly accepted business and professional ethics and practices.

2.1. Treatment of Members: With respect to interactions with members or those applying to be members, the Head of Staff shall not cause or allow conditions, procedures, or decisions that are unsafe, untimely, or undignified. The Head of Staff will not:

2.1.1. Elicit information for which there is no clear necessity.

2.1.2. Use methods of collecting, reviewing, transmitting, or storing information that fail to protect against improper access to the material.

2.1.3. Fail to operate facilities with appropriate accessibility and privacy.

2.1.4. Fail to make this policy available to members

2.1.5. Fail to provide a way to be heard for persons who believe they have not been accorded a reasonable interpretation of their protections under this policy.

2.2. Treatment of Staff: With respect to the treatment of paid and volunteer staff, the Head of Staff shall not cause or allow conditions that are unfair, undignified, disorganized, or unclear. The Head of Staff will not:

2.2.1. Operate without written personnel policies and procedures that (a) clarify rules for staff, (b) provide for effective handling of grievances, and (c) protect against wrongful conditions, such as nepotism and grossly preferential treatment for personal reasons.

2.2.2. Use methods of collecting, reviewing, transmitting, or storing information that fail to protect against improper access to the material.

2.2.3. Retaliate against any staff member for respectful expression of dissent.

2.2.4. Fail to resolve staff disputes in a timely manner.

2.2.5. Fail to acquaint staff with the Head of Staff's interpretation of their protections under this policy.

2.2.6. Allow staff to be unprepared to deal with emergency situations.

2.3. Financial Planning/Budgeting Operations:: The Head of Staff shall not (1) cause or allow financial planning for any fiscal year or the remaining part of any fiscal year to deviate materially

from the Session's Ends priorities, risk financial jeopardy, or fail to be derived from multi-year planning, (2) operate without a Session-approved budget or (3) operate without an annually reviewed and updated operations manual. The Head of Staff will not allow budgeting to:

- 2.3.1. Risk incurring those situations or conditions described as unacceptable in the Session policy "Financial Condition and Activities."
 - 2.3.2. Omit credible projection of revenues and expenses, separation of capital and operational items, cash flow, and disclosure of planning assumptions.
 - 2.3.3. Provide less for Session prerogatives during the year than is set forth in the Cost of Governance policy.
- 2.4. **Financial Condition and Activities:** With respect to the actual, ongoing financial conditions and activities, the Head of Staff shall not cause or allow the development of financial jeopardy or material deviation of actual expenditures from Session priorities established in Ends policies. The Head of Staff will not:
- 2.4.1. Incur debt.
 - 2.4.2. Use any-long term reserves, or 800 accounts other than in accordance with Session 800 account policy guidance (see 800 account policy addendum).
 - 2.4.3. Fail to settle financial obligations in a timely manner.
 - 2.4.4. Allow tax payments or other government ordered payments or filings to be overdue or inaccurately filed.
 - 2.4.5. Make a single purchase or commitment of greater than \$10,000. Splitting orders to avoid this limit is not acceptable.
 - 2.4.6. Acquire, encumber, or dispose of real estate.
- 2.5. **Asset Protection:** The Head of Staff shall not cause or allow corporate assets to be unprotected, inadequately maintained, or unnecessarily risked. The Head of Staff will not:
- 2.5.1. Fail to insure adequately against theft and casualty and against liability losses to Session members, staff, and the organization itself.
 - 2.5.2. Subject facilities and equipment to improper wear and tear or insufficient maintenance.
 - 2.5.3. Unnecessarily expose the organization, its Session, or staff to claims of liability.
 - 2.5.4. Make any purchase: (a) wherein normally prudent protection has not been given against conflict of interest; (b) of more than \$5,000 without having obtained comparative prices and quality; (c) of more than \$10,000 without a stringent method of assuring the balance of long-term quality and cost. Orders shall not be split to avoid these criteria.
 - 2.5.5. Fail to protect intellectual property, information, and files from loss or significant damage.
 - 2.5.6. Receive, process, or disburse funds under internal controls that are insufficient to meet the Session-appointed auditor's standards.
 - 2.5.7. Make financial investments of any kind.
 - 2.5.8. Endanger the organization's public image, credibility, or its ability to accomplish Ends.
 - 2.5.9. Change the organization's name or substantially alter its identity in the community.

- 2.5.10. Sign contracts outside of budgeted responsibilities and/or ordinary operations of the church.
- 2.6. **Compensation and Benefits:** With respect to employment, compensation, and benefits to employees, consultants, contract workers, and volunteers, the Head of Staff shall not cause or allow jeopardy to financial integrity or to public image. The Head of Staff will not:
 - 2.6.1. Promise or imply permanent or guaranteed employment.
 - 2.6.2. Establish current compensation and benefits that deviate materially from the geographic or professional market for the skills employed.
 - 2.6.3. Create obligations over a longer term than revenues can be safely projected, in no event longer than one year and in all events subject to losses in revenue.
 - 2.6.4. Make decisions with respect to employment, compensation, and benefits without advice and concurrence of the HR committee. If concurrence cannot be reached the decision of concern will be brought before the full session for vote.
- 2.7. **Communication and Support to the Session:** The Head of Staff shall not cause or allow the Session to be uninformed or unsupported in its work. The Head of Staff will not:
 - 2.7.1. Neglect to submit monitoring data required by the Session in Session-Management Delegation policy “Monitoring Head of Staff Performance” in a timely, accurate, and understandable fashion, directly addressing provisions of Session policies being monitored, and including Head of Staff interpretations consistent with Session-Management Delegation policy “Delegation to the Head of Staff,” as well as relevant data.
 - 2.7.2. Allow the Session to be unaware of any actual or anticipated noncompliance with any Ends or Executive Limitations policy of the Session regardless of the Session’s monitoring schedule.
 - 2.7.3. Allow the Session to be without decision information required periodically by the Session or let the Session be unaware of relevant trends.
 - 2.7.4. Let the Session be unaware of any significant incidental information it requires including anticipated media coverage, threatened or pending lawsuits, and material internal and external changes.
 - 2.7.5. Allow the Session to be unaware that, in the Head of Staff’s opinion, the Session is not in compliance with its own policies on Governance Process and Session-Management Delegation, particularly in the case of Session behavior that is detrimental to the work relationship between the Session and the Head of Staff.
 - 2.7.6. Present information in unnecessarily complex or lengthy form or in a form that fails to differentiate among information of three types: monitoring, decision preparation, and other.
 - 2.7.7. Allow the Session to be without a workable mechanism for official Session, officer, or committee communications.

- 2.7.8. Deal with the Session in a way that favors or privileges certain Session members over others, except when (a) fulfilling individual requests for information or (b) responding to officers or committees duly charged by the Session.
- 2.7.9. Fail to submit to the Session a consent agenda containing items delegated to the Head of Staff yet required by law, regulation, Presbyterian polity, or contract to be Session-approved, along with applicable monitoring information.

Policy Type: Governance Process

Governance Policies are Session-specific policies governing its linkage to the Head of Staff and its own governing processes. Such policies serve to clarify the means by which Session will engage in its own governance and oversight activities. Specifically, governance process policy is, “The standards of group and individual behavior to which the Session agrees to hold itself.”

3.0 Global Governance Process: The purpose of the Session is to see to it that SACPC (a) achieves appropriate results for appropriate persons at an appropriate cost (as specified in Global Ends Policy 1., et seq.), and (b) avoids unacceptable actions and situations (as prohibited in Global Executive Limitations Policy 2., et seq.).

3.1. Governing Style: The Session will govern with prayerful discernment of God’s will, and by observing the principles of the Policy Governance model, with an emphasis on (a) outward vision rather than an internal preoccupation, (b) encouragement of diversity in viewpoints, (c) strategic leadership more than administrative detail, (d) clear distinction of Session and Head of Staff roles, (e) collective rather than individual decisions, (f) future rather than past or present, and (g) proactivity rather than reactivity. Accordingly,

3.1.1. The Session will cultivate a sense of group responsibility. The Session, not the staff, will be responsible for excellence in governing. The Session will be the initiator of policy, not merely a reactor to staff initiatives. The Session will not use the expertise of individual members to substitute for the judgment of the Session, although the expertise of individual members may be used to enhance the understanding of the Session as a body.

3.1.2. The Session will direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the Session’s values and perspectives. The Session’s major policy focus will be on the intended long-term impacts outside the staff organization, not on the administrative or programmatic means of attaining those effects.

3.1.3. The Session will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policy making principles, respect of roles, ensuring the continuance of governance capability. Although the Session can change its governance process policies at any time, it will scrupulously observe those currently in force.

3.1.4. Continual Session development will include orientation of new Session members in the Session’s governance process and periodic Session discussion of process improvement.

3.1.5. The Session will allow no officer, individual, or committee of the Session to hinder or be an excuse for not fulfilling group obligations.

- 3.1.6. The Session will monitor and discuss the Session's process and performance at each meeting. Self-monitoring will include comparison of Session activity and discipline to policies in the Governance Process and Session-Management Delegation categories.
- 3.2. **Session Job Description:** Specific job outputs of the Session are those that ensure appropriate organizational performance. Accordingly the Session, as the authoritative linkage between the congregation and the operational organization, will provide:
 - 3.2.1. Written governing policies that realistically address the broadest levels of all organizational decisions and situations.
 - 3.2.1.1. Ends: Organizational impacts, benefits, outcomes; recipients, beneficiaries, impacted groups; and their relative worth in cost or priority.
 - 3.2.1.2. Executive Limitations: Constraints on executive authority that establish the prudence and ethics boundaries within which all executive activity and decisions must take place.
 - 3.2.1.3. Governance Process: Specification of how the Session conceives, carries out, and monitors its own task.
 - 3.2.1.4. Session-Management Delegation: How power is delegated and its proper use monitored; the Head of Staff role, authority, and accountability.
 - 3.2.2. Assurance of successful organizational performance on Ends and Executive Limitations.
- 3.3. Agenda Planning: To accomplish its job products with a governance style consistent with Session policies, the Session will follow an annual agenda that (a) completes a re-exploration of Ends policies annually and (b) continually improves Session performance through Session education and enriched input and deliberation.
 - 3.3.1. The cycle will conclude each year on the last day of September so that administrative planning and budgeting can be based on accomplishing a one-year segment of the Session's most recent statement of long-term Ends.
 - 3.3.2. The cycle will start with the Session's development of its agenda for the next year.
 - 3.3.2.1. Consultations with selected groups in the membership, or other methods of gaining membership input, will be determined and arranged in the first quarter, to be held during the balance of the year.
 - 3.3.2.2. Governance education and education related to Ends determination (presentations by futurists, demographers, advocacy groups, staff, and so on) will be arranged in the first quarter, to be held during the balance of the year.
 - 3.3.2.3. A Session member may recommend or request an item for Session discussion by submitting the item to the moderator no later than five days before a Session meeting.
 - 3.3.3. Throughout the year, the Session will attend to consent agenda items as expeditiously as possible.

- 3.3.4. Head of Staff monitoring will be on the agenda if reports have been received since the previous meeting, if plans must be made for direct inspection monitoring, or if arrangements for third-party monitoring must be prepared.
- 3.3.5. The terms of call for Called Staff (including the Head of Staff) will be reviewed annually during the month of January after a review of monitoring reports received in the prior year, and a recommendation will be made to the congregation for such changes as the Session deems appropriate. The call shall include participation in the benefits plan of the Presbyterian Church (U.S.A.), including both pension and medical coverage, or any successor plan approved by the General Assembly.
- 3.3.6. The annual budget will be presented by the Head of Staff, reviewed and approved by Session during the month of January and will include evaluation of the budget's impact on the Session's Ends priorities, and compliance with Executive Limitations.
- 3.3.7. Annual new officer examination will take place on the first Sunday in December upon completion of new officer training.
- 3.4. **Governance Process Compliance:** Governance Process Compliance is a special responsibility of the Session delegated to the Governance Committee. This responsibility is to ensure the integrity of the Session's governance process.
 - 3.4.1. The assigned result of Governance Process Compliance is that the Session behaves and functions consistently with its own governance rules.
 - 3.4.1.1. The Governance Committee has no authority to make decisions about policies created by the Session within Ends and Executive Limitations policy areas. Therefore, the Governance Committee has no authority to supervise or direct the Head of Staff.
- 3.5. **Moderator:** The moderator is an officer of the Session whose purpose is to ensure Session meeting deliberation will be fair, open, and thorough, but also timely, orderly, and kept to the point.
 - 3.5.1. The pastor, or associate pastor, of the congregation shall be the moderator of the Session.
 - 3.5.2. The moderator possesses the authority necessary for preserving order and for conducting efficiently the business of the body. Meetings shall be conducted in accordance with the most recent edition of Robert's Rules of Order Newly Revised, except when it is in contradiction to Policy Governance Principles or the Book of Order.
 - 3.5.3. If it is impractical for the Head of Staff to moderate, another minister of the Word and Sacrament who is a member of the presbytery or a person authorized by the presbytery to serve as moderator will be invited by the Head of Staff to act as meeting moderator. Typically this will be the church's ranking Associate Pastor.
 - 3.5.4. A majority of members of the session shall constitute a quorum.
- 3.6. **Clerk of Session:** The Clerk of Session is an officer of the Session whose purpose is to ensure the integrity of the Session's documents to include compliance with Policy Governance

principles, the Book of Order, guidelines from the Coastal Carolina Presbytery, and church bylaws.

- 3.7. **Treasurer:** The Treasurer is an officer of SACPC, Inc. whose purpose is to ensure the proper control and oversight of the church's finances. The Treasurer will serve as a member of and will report directly to the Finance Committee (Policy 3.10.4.1). The Treasurer has no direct authority over Church Staff; however, will from time to time need information to be provided by Staff.
- 3.7.1. The Treasurer shall have experience with church budgets, non-profit laws, Generally Accepted Accounting Principles (GAAP), financial software, and a basic understanding of the church operations.
 - 3.7.2. The Treasurer shall have access to all income (except personal pledge information), and expense reporting, payroll data, and other pertinent financial data of the church to help carry out their purpose.
 - 3.7.3. The Treasurer shall maintain strict privacy (confidentiality) of financial data to protect the integrity of the Church and the privacy of the congregation, and shall adhere to Treatment of Members Executive Limitations policies (Policy 2.1).
 - 3.7.4. The Treasurer shall maintain a working relationship with the Head of Staff to facilitate obtaining whatever information is needed from Church Staff. In the event needed information is not made available the Treasurer will advise Session of the situation by written notice to the Clerk of Session.
 - 3.7.5. The Treasurer shall ensure sound budgetary and financial accounting policies and procedures and appropriate internal controls.
 - 3.7.6. The Treasurer shall provide reports and recommendations to the Finance Committee and/or to the session in a timely manner.
 - 3.7.7. The Treasurer shall ensure there are adequate records documenting the assets of the church for insurance and other purposes.
 - 3.7.8. The Treasurer shall ensure that all governmental taxes, reporting forms, and regulations are met on a timely basis.
 - 3.7.9. The Treasurer shall maintain bank relationships and oversee authorized signers to ensure the church is able to facilitate all authorized payments on a timely basis.
 - 3.7.10. The Treasurer shall ensure staff procedures for making payments from Church funds are adequate to prevent or detect fraud, including checks and electronic payments.
 - 3.7.11. The Treasurer shall assist the Finance Committee with resources to educate the congregation in the areas of Christian Stewardship.
 - 3.7.12. When needed the Treasurer will report to the congregation.
 - 3.7.13. The Treasurer shall be a member of the Insurance Subcommittee of the Finance Committee (Policy 3.10.4.1.1.8.1).
 - 3.7.14. The Treasurer shall be a member of the Investment Subcommittee of the Finance Committee (Policy 3.10.4.1.1.8.2).

- 3.8. **Session Members' Code of Conduct:** The Session commits itself and its members to ethical, businesslike, and moral conduct, including proper use of authority and appropriate decorum when acting as Session members.
- 3.8.1. Members must have loyalty to the church, unconflicted by loyalties to staff, other organizations, and any personal interest as a church member.
- 3.8.2. Members must avoid conflicts of interest with respect to their fiduciary responsibility.
- 3.8.2.1. There will be no self-dealing or business by a member with the organization. Members will annually disclose their involvements with other organizations, with vendors, or any associations that might be or might reasonably be seen as being a conflict.
- 3.8.2.2. When the Session is to decide upon an issue about which a member has an unavoidable conflict of interest, that member shall withdraw without comment not only from the vote but also from the deliberation.
- 3.8.2.3. Session members will not use their Session position to obtain employment in the church for themselves, family members, or close associates.
- 3.8.3. Session members may not attempt to exercise individual authority over the organization.
- 3.8.3.1. Members' interaction with the Head of Staff or with staff must recognize the lack of authority vested in individuals except when explicitly Session authorized.
- 3.8.3.2. Members' interaction with the public, press, or other entities must recognize the same limitation and the inability of any Session member to speak for the Session except to repeat explicitly stated Session decisions.
- 3.8.3.3. Except for participation in Session deliberation about whether the Head of Staff has achieved any reasonable interpretation of Session policy, members will not express individual judgments of performance of employees or the Head of Staff.
- 3.8.3.4. Members will respect the confidentiality appropriate to issues of a sensitive nature.
- 3.8.3.5. Members will be properly prepared for Session deliberation.
- 3.8.3.6. Members will support the legitimacy and authority of the final determination of the Session on any matter, irrespective of the member's personal position on the issue.
- 3.9. **Session Committee Principles:** Session committees, when used, will be assigned so as to reinforce the wholeness of the Session's job and so as never to interfere with delegation from Session to Head of Staff.
- 3.9.1. Session committees are to help the Session do its job, not to help or advise the staff. Committees ordinarily will assist the Session by preparing policy alternatives and implications for Session deliberation. In keeping with the Session's broader focus, Session committees will normally not have direct dealings with current staff operations.

- 3.9.2. Session committees may not speak or act for the Session except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the Head of Staff.
- 3.9.3. Session committees cannot exercise authority over staff. The Head of Staff works for the full Session, and will therefore not be required to obtain approval of a Session committee before an executive action, except where explicitly stated in Policy 2.0 Global Policy Limitation.
- 3.9.4. Session committees are to avoid over identification with organizational parts rather than the whole. Therefore, a Session committee that has helped the Session create policy on some topic will not be used to monitor organizational performance on that same subject.
- 3.9.5. This policy applies to any group that is formed by Session action, whether or not it is called a committee and regardless of whether the group includes Session members. It does not apply to committees or teams formed under the authority of the Head of Staff.
- 3.10. **Standing Session Committees:** Standing Session committees are committees established by Session for the purpose of helping the Session do its job in areas requiring regular and continued oversight and engagement.
 - 3.10.1. Standing Session committees shall be comprised of elders currently serving an active term, and at-large members from the congregation.
 - 3.10.2. Session members for each standing committee will nominate at large members for their respective committees to include a well-balanced representation from the congregation with talents and gifts appropriate to the responsibilities of the standing committee. The full Session will approve each at-large member.
 - 3.10.2.1. At-large members will be nominated by each committee in January. These nominations will be presented to Session in the January committee minutes.
 - 3.10.2.2. At-large members will be voted on by Session in January of each year.
 - 3.10.2.3. At-large members will be approved for a one-year term, February through January.
 - 3.10.2.4. At-large members may serve multiple terms but must be approved annually.
 - 3.10.2.5. If at any time an at-large member cannot fulfill their term, the committee should present another member for Session approval.
 - 3.10.3. Standing committee leadership shall be made up of elders currently serving an active term, with roles and responsibilities as follows:
 - 3.10.3.1. Committee chair is responsible for fulfillment of committee responsibilities, as well as setting the committee's meeting schedule and agenda..
 - 3.10.3.2. Committee vice-chair is responsible for fulfillment of committee responsibilities, and chair responsibilities in the absence of the committee chair.
 - 3.10.3.3. Committee secretary is responsible for fulfillment of committee responsibilities, and the timely preparation and submission of committee meeting minutes.

3.10.4. Standing committees and their responsibilities are as follows:

3.10.4.1. Finance: Responsible for ensuring session's effective oversight of church finances, insurance, investments, rental properties, and for assisting the Head of Staff with financial matters when requested by the Head of Staff.

3.10.4.1.1. Support to the Session

3.10.4.1.1.1. Review the finances of the Church on a monthly basis and advise Session of the results of that review.

3.10.4.1.1.2. Review and provide feedback on the proposed budget prepared by Staff and make recommendations to the Session based on that review.

3.10.4.1.1.3. Work with Treasurer, Session, Head of Staff, Presbytery and Financial Institutions in the event outside financing is needed to support any projects or activities of the Church.

3.10.4.1.1.4. Review requests for funding out of 800 Accounts in accordance with Restricted Account Policy and make recommendations for Session consideration.

3.10.4.1.1.5. Coordinate obtaining Session Committee Budget needs for inclusion in Church Budget (Policy 3.11).

3.10.4.1.1.6. Provide guidance and advice to the Session on financial matters when requested by Session.

3.10.4.1.1.7. Oversee the activities of the Treasurer on behalf of the Session.

3.10.4.1.1.8. Oversee the activities of Finance Committee subcommittees

3.10.4.1.1.8.1. Appoint and review the activities of the Insurance Subcommittee including determining the appropriateness of all recommendations. The subcommittee will perform an annual review of Insurance needs of the Church and acquire the coverages needed in the most cost effective manner possible giving due consideration to quality as well as cost of insurance obtained.

3.10.4.1.1.8.2. Appoint and review the activities of the Investment Subcommittee including determining the appropriateness of all recommendations. The subcommittee will Invest endowment/ legacy funds appropriately giving consideration to the safety and growth of the funds over the long term. The subcommittee investment objective seeks preservation of principal and to provide a dependable and reasonable rate of long term investment return consistent with moderate investment risk. Ambitious goals of profit maximization and market timing

through short-term and/or speculative investments will not be considered. The subcommittee investment goals for the funds include (1) capital appreciation, and (2) growth of income to maintain purchasing power. The subcommittee will meet quarterly.

- 3.10.4.1.1.8.3. Appoint and review the activities of the Rental Property Sub-committee including determining the appropriateness of all recommendations.
- 3.10.4.1.2. Support to the Head of Staff - Provide guidance and advice to the Staff of the Church on financial matters when requested by Staff.
- 3.10.4.2. Human Resources: Responsible for facilitating Head of Staff monitoring processes, ensuring Session's effective oversight of called staff, for effective officer nominations processes, and assisting the Head of Staff when requested by the Head of Staff.
 - 3.10.4.2.1. Support to the Session
 - 3.10.4.2.1.1. Ensure Head of Staff is in compliance with the Session's policy monitoring schedule as stated in policy 4.4 (Monitoring Head of Staff Performance).
 - 3.10.4.2.1.2. Prepare a recommendation for Session's review in accordance with Policy 3.3.5 (Terms of Call for called staff).
 - 3.10.4.2.1.3. Keep the Session informed about Board of Pensions' changes.
 - 3.10.4.2.1.4. Assist the Session in establishing the Nominating Committee, to include Elders and Deacons, to be approved by the congregation. Assisting the Session in establishing the corporate officers.
 - 3.10.4.2.2. Support to the Head of Staff - Provide assistance for the Head of Staff as requested by the Head of Staff.
 - 3.10.4.2.2.1. Provide guidance and advice to the Head of Staff on human resource issues when requested by the Head of Staff.
 - 3.10.4.2.2.2. Provide guidance and advice on annual human resource budget as requested by the Head of Staff.
 - 3.10.4.2.2.3. Provide assistance when requested with periodic review of the church's medical plan for non Board of Pension staff.
 - 3.10.4.2.2.4. Provide assistance when requested with Employee Handbook updates.
- 3.10.4.3. Planning: Responsible for facilitating church/Session planning processes (policy 3.3).
- 3.10.4.4. Training and Governance: Responsible for guidance and adherence to Session Governance Policies. Training: Responsible for training current and incoming

officers on governance policy, including roles, responsibilities, and practice outlined in governance policies, and on denominational policies (Book of Order).

3.10.4.4.1. Support to the Session

3.10.4.4.1.1. Provide feedback for Session meetings and agendas as to adherence to Session Governance policies (Policy 3.4).

3.10.4.4.1.2. In coordination with the Clerk of Session, maintain Session Governance Policies (this document).

3.10.4.4.1.3. In coordination with the Clerk of Session, ensure Session is aware of denominational policy initiatives and changes.

3.10.4.4.2. Support to the Head of Staff - Provide assistance to the Head of Staff as requested by the Head of Staff on policy or procedure issues.

3.10.4.5. Congregational Engagement: Responsible for general engagement between the Session and the congregation, and coordination of congregational participation in stewardship.

3.10.4.5.1. General Engagement - (1) Monitor statistics (ex. attendance) related to congregational engagement as to determine where and how to affect congregational participation, and (2) keep the congregation aware of session activity.

3.10.4.5.2. Stewardship - Coordinate initiatives to encourage greater congregational participation in stewardship.

3.10.4.5.3. Annual Report - Coordinate the development of a published annual report to the congregation.

3.10.4.5.4. Church Membership - Annually review the church membership roles of baptized, active and affiliate members. Produce a list of inactive members and present to Session as a motion to remove from the church rolls.

3.10.4.5.5. Diaconate - Maintain a relationship with the Deacons. Serve as a liaison between the Diaconate and the Session.

3.10.4.5.6. Preschool - Maintain a relationship with the Preschool. Serve as a liaison between the Preschool and the Session.

3.10.4.6. Training: Responsible for training current and incoming officers on governance policy, including roles, responsibilities, and practice outlined in governance policies, and on denominational policies (Book of Order).

3.11. **Cost of Governance:** Because poor governance costs more than learning to govern well, the Session will invest in its governance capacity.

3.11.1. Session skills, methods, and supports will be sufficient to ensure governing with excellence.

- 3.11.1.1. Training and retraining will be used liberally to orient new members and candidates for membership, as well as to maintain and increase existing members' skills and understandings.
- 3.11.1.2. Outside monitoring assistance will be arranged so that the Session can exercise confident control over organizational performance. This includes, but is not limited to, financial review.
- 3.11.1.3. Outreach mechanisms will be used as needed to ensure the Session's ability to listen to congregational viewpoints and values.
- 3.11.2. Costs will be prudently incurred, though not at the expense of endangering the pursuit of Ends policies.
 - 3.11.2.1. Up to the amount budgeted in the fiscal year for training, including attendance at conferences and workshops.
 - 3.11.2.2. Up to the amount budgeted in the fiscal year for financial review and other third-party monitoring of organizational performance.
 - 3.11.2.3. Up to the amount budgeted in the fiscal year for surveys, focus groups, opinion analyses, and meeting costs.
- 3.11.3. The Session will establish its cost of governance budget for the next fiscal year during the month of October.

3.12. Electronic Meetings

- 3.12.1. Electronic meetings may be held when the Session or a committee of the Session must conduct business that is time sensitive and in need of action before the next traditional meeting, or when a traditional meeting is not possible. A traditional meeting is an in-person face-to-face meeting for members of the Session or committee.
- 3.12.2. Electronic meetings are permissible if every member of the Session or committee of the Session has access to adequate technology that allows participation in the meeting.
- 3.12.3. Electronic meetings must provide for simultaneous audio communication among all participants in order to allow for discussion of the issues being considered. Collaborative technologies, such as web-based audio and/or video conference calls, fit the necessary requirements for maintaining the deliberative character of meetings held in accordance with Robert's Rules of Order.
- 3.12.4. Only the Moderator of the Session, or a chairperson of a committee, may call an electronic meeting.
- 3.12.5. Notice of an electronic meeting shall be given by the moderator or chair at least 3 days before the meeting. In the event of an emergency, or other time sensitive issue, meetings may be called with less than 3 days' notice as long as a majority of members can participate. Instructions on how to participate shall accompany the call for the meeting. Reasonable care shall be taken to ensure participation in the selection of the date and time for the meeting.
- 3.12.6. A quorum of an electronic meeting shall be the same as for traditional meetings.

- 3.12.7. The moderator or chair will open the meeting with a roll call.
- 3.12.8. Just as in a traditional meeting, electronic meetings shall open and close with prayer.
- 3.12.9. The same rules regarding participation apply in electronic meetings as in traditional ones: the body may, but is not obligated to, grant the privilege of the floor to a guest, who may not vote or speak to an issue once debate closes. A guest in an electronic meeting is someone who is not a member of the Session or committee. In the case of a closed executive session, appropriate care will be taken to ensure guests are removed from the meeting.
- 3.12.10. Minutes of the proceedings shall be recorded and added to the session minutes record.
- 3.12.11. Motions shall be processed in the same manner as in a traditional meeting. The moderator or chair shall give careful consideration to technological issues that could impact a person's ability to participate fully and shall give opportunities for adjustments before business is taken up. Before a vote is taken, the moderator or chair will ensure a quorum is still present.
- 3.12.12. The moderator or chair shall give attention to ensuring that all persons are included in the discussion and have the capability of hearing and participating fully in the meeting.
- 3.12.13. E-mail may not be used as a substitute for an electronic meeting. E-mail does not fit the necessary requirements for maintaining the deliberative character of meetings held in accordance with Robert's Rules of Order.

Policy Type: Session-Management Delegation

Session-Management Delegation policies are statements that explain how the Session delegates its authority to the Head of Staff. Specifically, Session-management delegation is defined as the methods and practices (means) of the Session that describe not only the nature of delegation but the way in which the proper use of delegated authority is monitored.

4. **Global Session-Management Delegation:** The Session's sole official connection to the operational organization, its achievements and conduct will be through the Head of Staff.
 - 4.1. **Unity of Control:** Only officially passed motions of the Session are binding on the Head of Staff.
 - 4.1.1. Decisions or instructions of individual Session members, officers, or committees are not binding on the Head of Staff except in rare instances when the Session has specifically authorized such exercise of authority.
 - 4.1.2. In the case of Session members or committees requesting information or assistance without Session authorization, the Head of Staff can refuse such requests that require, in the Head of Staff's opinion, a material amount of staff time or funds, or are disruptive.
 - 4.2. **Accountability of the Head of Staff:** The Head of Staff is the Session's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Session is concerned, is considered the authority and accountability of the Head of Staff.
 - 4.2.1. The Session will never give instructions to persons who report directly or indirectly to the Head of Staff.
 - 4.2.2. The Session will not evaluate, either formally or informally, any staff other than the Head of Staff.
 - 4.2.3. The Session will view Head of Staff performance as identical to organizational performance, so that organizational accomplishment of Session-stated Ends and avoidance of Executive Limitations will be viewed as successful Head of Staff performance.
 - 4.3. **Delegation to the Head of Staff:** The Session will instruct the Head of Staff through written policies that describe the organizational Ends to be achieved, and describe organizational situations and actions to be avoided (Executive Limitations), allowing the Head of Staff to use any reasonable interpretation of these policies.
 - 4.3.1. The Session will develop policies instructing the Head of Staff to achieve specified results, for specified recipients, at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined levels, and will be called Ends policies. All issues that are not Ends issues as defined here are staff means issues.

- 4.3.2. The Session will develop policies that limit the latitude the Head of Staff may exercise in choosing the organizational means. These limiting policies will describe those practices, activities, decisions, and circumstances that would be unacceptable to the Session even if they were to be effective. Policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Executive Limitations policies. The Session will never prescribe organizational means delegated to the Head of Staff.
- 4.3.3. Below the global level, a single limitation at any given level does not limit the scope of any aforementioned level.
- 4.3.4. Below the global level, the aggregate of limitations on any given level may embrace the scope of the aforementioned level, but only if justified by the Head of Staff to the Session's satisfaction.
- 4.3.5. As long as the Head of Staff uses any reasonable interpretation of the Session's Ends and Executive Limitations policies, the Head of Staff is authorized to establish all further policies, make all decisions, take all actions, establish all practices, and develop all activities. Such decisions of the Head of Staff shall have full force and authority as if decided by the Session.
- 4.3.6. The Session may change its Ends and Executive Limitations policies, thereby shifting the boundary between Session and Head of Staff domains. By doing so, the Session changes the latitude of choice given to the Head of Staff. But as long as any particular delegation is in place, the Session will respect and support the Head of Staff's choices.
- 4.4. **Monitoring Head of Staff Performance:** Systematic and rigorous monitoring of Head of Staff job performance will be solely based upon organizational accomplishment of Session policies on Ends and organizational operation within the boundaries established in Session policies on Executive Limitations.
 - 4.4.1. Monitoring is simply to determine the degree to which Session policies are being met.
 - 4.4.2. The Session will acquire monitoring information by one or more of three methods:
 - 4.4.2.1. By internal report, in which the Head of Staff discloses interpretations and compliance information to the Session.
 - 4.4.2.2. By external report, in which an external, disinterested third party selected by the Session assesses compliance with Session policies.
 - 4.4.2.3. By direct Session inspection, in which a designated member or members of the Session assess compliance with the appropriate policy criteria.
 - 4.4.3. In every case, the Session will judge (a) the reasonableness of the Head of Staff's interpretation and (b) whether data demonstrate accomplishment of the interpretation.
 - 4.4.4. The standard for compliance shall be any reasonable Head of Staff interpretation of the Session policy being monitored. The Session is final arbiter of reasonableness, but will always judge with a "reasonable person" test rather than with interpretations favored by Session members or by the Session as a whole.

4.4.5. All policies that instruct the Head of Staff will be monitored at a frequency and by a method chosen by the Session. The Session can monitor any policy at any time by any method, but will ordinarily depend on a routine schedule. The current schedule is outlined below.

Policy Monitoring Schedule

Policy	Method	Frequency	Month
1.0 Ends	Internal	Annually	February
2.0 Global Executive Limitation	Internal	Annually	March
2.1 Treatment of Members	Internal	Annually	April
2.2 Treatment of Staff	Internal	Annually	May
2.3 Financial Planning and Budgeting	Internal	Biannually	January (budget review and approval), November
2.4 Financial Condition and Activities	Internal External	Biannually	January, October
2.5 Asset Protection	Internal	Annually	November
2.6 Compensation and Benefits	Internal	Annually	September
2.7 Communication and Support to the Session	Direct Inspection	Annually	June

Policy Type: External Policies

External Policies are those policies requiring Session approval as dictated by outside parties, or that require greater detail than can reasonably be included in Ends, Executive Limitations, Governance Process, or Session-Management Delegation policies. For example, the PCUSA requires a Session-approved Child Protection Policy, but the policy itself as executed at SACPC directs staff activities, behaviors, etc. Another example is the Session’s 800 account policy, which sets the parameters for church use of 800 account funds and that are too numerous to include verbatim in Executive Limitations.

This section lists the external Session-approved policies currently in force, the connection to the Session’s governance policies, and where to find the authoritative copy.

NOTE: The list below is a draft. Session will need to document which “policies” remain as Session-approved policies. Policies that do not remain as “Session approved” policies” and that are not included here can reasonably be assumed to be staff policies/procedures subject to change by the staff as needed to comply with Session Ends and Limitations policies.

Policy Name	Reason	Governance Policy Reference	Policy Location
Restricted 800 Account Policy	To offer more details and guidance regarding the use of memorial funds referenced in governance policy.	2.4.2	https://drive.google.com/open?id=1GA5GzIISUaT3J1uvqWrY_bwAuyPH13R
Child and Youth Protection Policy	Session approval required by PCUSA.	2.2.1	https://drive.google.com/open?id=1FV67dO4kk9IJP4GwSa8LCNxtGQ8HGcBH
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