



## **Governance Policy**

### **1. Purpose**

This document defines the structure, roles, and decision-making processes that guide the governance of the Rotterdam Community Center (RCC), ensuring transparency, accountability, and alignment with the Center's mission and values.

### **2. Governance Structure**

The RCC is governed by a Board of Directors that delegates specific responsibilities to standing committees, each accountable to the Board. All committee chairs are appointed by the Board and report as noted below to ensure coordination and transparency. RCC programming is organized by volunteer teams reporting directly to the Operations Manager.

### **3. Board Responsibilities**

- Establish and safeguard the organization's mission, vision, and values.
- Approve the annual budget and major financial commitments.
- Hire, supervise, and evaluate the Executive Director.
- Approve major policy changes and strategic plans.
- Review and approve all committee recommendations that require Board action.
- Support the Executive Director and Development Team in fundraising efforts.

### **4. Decision Making Framework**

- Routine Decisions (day-to-day operations): Program Teams Reporting to Operations Manager and overseen by Executive Director
- Advisory Decisions: Committees make recommendations to the Board of Directors
- Strategic and Policy Decisions: Board of Directors as final authority
- Emergency Decisions: Executive Committee with Board ratification at the next meeting

### **5. Voting Procedures**

- Each Board member holds one vote.
- Quorum: A simple majority of the Board constitutes a quorum.
- Decisions are made by majority vote unless otherwise required (e.g., by-laws, policy amendments).
- Electronic voting is permitted between meetings if pre-approved by the Board.

### **6. Committees and Reporting**

Each committee supports the Executive Director within a specific domain and submits reports to the Board as described in its charter summarizing progress, recommendations, and upcoming actions.

Each program team carries out work as directed by the Operations Manager and Executive Director with reporting as directed.

### **Governance Committees**

- Budget & Finance
- Development
- Governance & Nominations
- Personnel
- Property & Grounds

### **Program Teams**

- Arts, Culture & Leisure
- Community Hub
- Nutrition Security
- Audiovisual
- Publicity & Marketing
- Volunteer Recruitment
- Hospitality

## **7. Role of the Executive Director**

- Implements Board-approved policies and strategic initiatives.
- Manages staff, operations, and finances.
- Participates in all Board and committee meetings.
- Provides monthly operational and financial updates.
- Refers policy or mission-related decisions to the Board.

## **8. Conflict Resolution and Consensus Building**

RCC encourages consensus-based decision-making whenever possible. When consensus cannot be reached:

1. Discussion and clarification.
2. Motion and second.
3. Recorded vote.

Minority opinions may be included in meeting minutes upon request.

## **9. Policy Amendments**

This Governance Policy may be amended by a two-thirds vote of the Board following recommendation from the Governance Committee.

## **10. Review Cycle**

The Governance Committee will review this policy annually and propose amendments as needed.

## **Appendix 1: Committee Charters**

### **Budget & Finance Committee Charter**

Purpose: Supports the Treasurer and Bookkeeper in maintaining accurate financial reporting, compliance with GAAP, and preparation for the annual audit and budget.

Membership: Treasurer, Bookkeeper, one additional Board member, and up to two community members with financial expertise.

Authority: Reviews financial reports and budget proposals; makes recommendations to the Board but does not approve expenditures.

Meetings: Quarterly, with additional meetings during budget preparation or audit periods.

Reporting: Submits a monthly financial report to the Board and an annual fiscal summary.

### **Development Committee Charter**

Purpose: Supports the work of the Executive Director in carrying out the *Annual Development Calendar*, including grant writing and reporting, donor cultivation and planning annual fundraising and friend-raising events.

Membership: Chair appointed by the Board, two Board members, and up to two community members with development experience.

Authority: Develops and carries out the annual *Development Calendar*.

Meetings: Quarterly, with additional meetings before major events as needed.

Reporting: Submits a quarterly report to the Board.

### **Governance & Nominations Committee Charter**

Purpose: Oversees the structure and effectiveness of RCC's governance, review bylaws and policies, and propose updates as needed. Identify educational needs and support training for RCC Board members. Identifies qualified slate of candidates for annual Board elections.

Membership: Chair appointed by the Board and at least two Board members.

Authority: Recommends policy or bylaw changes to the Board for approval.

Meetings: At least twice annually or as needed for policy review cycles.

Reporting: Submits policy proposals and annual governance review to the Board. Submits a slate of candidates for the Board every September

### **Personnel Committee Charter**

Purpose: A joint committee of MLC and RCC to support the Executive Director in developing personnel policies, reviewing staff performance, and ensuring equitable HR practices.

Membership: Chair jointly appointed by the Board and Messiah Council plus two appointees of each body.

Authority: Advises on HR policy, staff evaluations, and compensation recommendations; all decisions subject to Board approval.

Meetings: Quarterly, or as needed to address personnel matters.

Reporting: Provides summaries of key HR discussions and recommendations to the Board.

### **Property & Grounds Committee Charter**

Purpose: Supports the Operations Manager in maintaining the safety and appearance of the RCC building and grounds.

Membership: Chair appointed by the Board and two Board members.

Authority: Advises on major repairs and renovations, supports the work of staff in maintaining the safety and security of the RCC property.

Meetings: Quarterly, or as needed to address property matters.

Reporting: Provides quarterly summaries after each meeting and makes recommendations to the Board.

## **Appendix 2: Program Team Charters**

### **Arts, Culture and Leisure Committee Charter**

Purpose: Supports the Executive Director in overseeing and developing the Arts, Culture and Leisure program of RCC.

### **Nutrition Security Committee Charter**

Purpose: Supports the Executive Director in overseeing and developing the Nutrition Security program of RCC.

### **Community Hub Committee Charter**

Purpose: Supports the Executive Director in overseeing and developing the Community Hub program of RCC.

### **Audiovisual Committee Charter**

Purpose: Oversees the functions and staffing of audiovisual equipment in the Performance Hall.

### **Publicity and Marketing Committee Charter**

Purpose: Supports staff in print, social media, community calendar and website publicity efforts. Represents RCC at community tabling opportunities.

### **Volunteer Recruitment Committee Charter**

Purpose: Supports staff in recruiting, identifying and training new volunteers to carry out the work of all committees of this organization.

### **Hospitality Committee Charter**

Purpose: Supports staff in arranging for refreshments and evening and weekend coverage of events.