

# **National Association of Pastoral Musicians**

## **Governing Policy (Section 2): Governance Process**

### **2.0 Global Governance Process (The Role of the NPM Board of Directors)**

*Approved 10/8/18*

The Board of Directors exists to govern the National Association of Pastoral Musicians According to the Bylaws of the association, representing the interests of the association members, and ensuring NPM achieves its mission in the world, as stated in Ends policies.

#### **2.1 Governing Style**

*Approved 11/30/18*

The Board will govern through policies with an emphasis on:

- Outward vision rather than inward pre-occupation
- Encouragement of diversity in viewpoint
- Strategic leadership more that administrative detail
- Clear distinction between board and executive roles
- Collective rather than individual decisions
- Striving for consensus
- Gospel values
- Future rather than past or present
- Proactivity rather that reactivity

#### **2.2 The Board's Job Description**

*Approved 11/30/18 Amended 11/12/20*

The board of directors exists to ensure that the mission of NPM is achieved. This is accomplished:

- 1) By serving as the representative of NPM Members (“owners”), linking them to the operations of the association.
- 2) By establishing governing policies for the association:
  - a. Ends: Why does NPM exist?
  - b. Governance Process: the role of the NPM Board of Directors
  - c. Board-Management Delegation: the relationship between the Board and the Executive Director (ED)
  - d. Executive Limitations: What the ED CANNOT do in achieving Ends
- 3) Through hiring, oversight of and discharge of the ED who is responsible for the operations of the association.
- 4) By other official and ceremonial functions undertaken as stewards of the association.

## **2.2.1 Linkage to Ownership**

*Approved 11/30/18 Amended 10/15/20*

NPM is governed by the board of directors, on behalf of the association's members ("owners").

The board is the linkage of NPM Members to the operations of the association.

The board is responsible for accounting to members how the mission of NPM, as articulated in Ends policies, is being accomplished and how its resources are being used.

As stewards of the association's resources and as governors, the board will relate to members in ways including but not limited to:

- 1) The work of the NPM Council, the official link between board and members.
- 2) An annual report issued to members, including significant achievements of the association and an accounting of NPM finances for the previous fiscal year; this annual report should be issued as soon as possible after the fiscal year concludes, in an appropriate medium.
- 3) The national convention or other national gatherings, including but not limited to:
  - The annual members' meeting, which the board conducts in collaboration with the council, the ED, and other NPM leaders during the annual convention or at another suitable time as specified by the board.
  - By introducing plenum speakers, presenting board-issued awards, and other ceremonial duties as determined by the board in conjunction with the ED
- 4) A column in each issue of Pastoral Music, written by a board member, highlighting the association's efforts in mission fulfillment or responding to the concerns of members.
- 5) E-mail communications from the board such as an e-mail on St. Cecilia's Day or other annual commemorations important to the Church or NPM membership.
- 6) Availability via phone and e-mail located on the NPM website and in other publications.
- 7) The creation, regulation, and supervision of Operational and Ministerial Forums, including but not limited to the appointment of forum chairs and quarterly review of forum reports.

## **2.2.2 Official Duties of the Board (Non-Governance)**

*Approved 11/30/18*

In addition to governance, the board or its members individually may undertake other official and ceremonial functions as stewards of the association, including but not limited to:

- 1) Presenting annually both the Jubilate Deo and Pastoral Musician of the Year awards, with advice from the NPM Council.
- 2) Introducing dignitaries and/or keynote speakers, and serving as master of ceremonies for various events when appropriate.

### **2.2.2.1 Major Awards (*Jubilate Deo* and Pastoral Musician of the Year)**

*Approved 11/30/18*

Each year NPM recognizes distinguished members and others who have made significant contributions to the field of pastoral music.

The NPM Board bestows the awards at the annual convention at a designated time or in another way.

In its capacity as an advisory body the NPM Council submits nominations of candidates for the major awards to the Board based on the stated criteria following the process below.

Other bodies within the association also bestow awards to their constituencies. The leadership of those bodies is responsible for setting criteria for the award and selecting recipients.

a. *Jubilate Deo*: Given in recognition of a substantial contribution to the development of pastoral liturgy in the United States

b. Pastoral Musician of the Year: Given to a pastoral musician who exemplifies the best of NPM, one who has given substantial witness or promotion to the role of pastoral music in parish, diocesan, or institutional life.

## **2.3 The Board's Code of Conduct**

*Approved 4/13/19*

The board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as board members.

Board members will participate as fully as possible in all board meetings, having prepared themselves as thoroughly as possible for discussion and decision-making. Board members will keep confidential all matters that the board explicitly deems confidential, or would be assumed by a reasonable person to be private (e.g. personnel issues, legal issues, proprietary strategy, etc.)

Board members will safeguard digital communications and file storage related to organizational activity.

### **2.3.1 Conflicts of Interest**

*Approved 4/3/19 Amended 11/12/20*

Board members, including the Executive Director, shall disclose any potential or real conflicts of interest as regards their ability to make independent and impartial decisions about the association.

At the beginning of a new board term (January of even-numbered years), such conflicts of interest are disclosed in a board meeting and may be enumerated in writing for the sake of transparency.

Board members are expected to disclose any potential conflicts of interest that arise throughout the next two years to the board as a whole.

Board members are expected to recuse themselves from decision-making that would bring them personal gain (paid or unpaid).

The board will police its own conduct in these matters, unless a majority of the board deems it appropriate for some other group to do so.

Board members should avoid even the appearance of impropriety or harm to the reputation and image of the association.

## **2.4 Orientation of New Board Members**

*Approved 4/3/19*

The board is responsible for the orientation of new members.

The board chair, assisted as necessary by other veteran members, will work on behalf of the board to orient newly-elected or appointed members as quickly as possible.

Orientation materials include, but are not limited to:

- Recent board meeting agendas
- Recent executive reports on organizational activities and finances
- Informational materials on policy governance, such as *Boards That Make a Difference* by John Carver
- Access to the board's digital workspace

## **2.5 Board Officers**

*Approved 5/28/19 Amended 11/12/20*

The chief governance officer of the association is the board chairperson, assisted by a vice-chairperson. Both are elected by the voting members of the board per the NPM Bylaws.

The duties of the chairperson are to ensure the integrity of the board's process (as articulated in governance policies) and to represent the board to outside parties. The chairperson also fulfills the duties commonly assigned to a secretary.

The board chairperson has the authority to make decisions that fall within topics covered by board policies on Governance Process and Board-Management Delegation, except where the board specifically delegates portions of this authority to others.

The board chairperson is authorized to use any reasonable interpretation of the provisions in these policies.

The board chairperson has no unilateral authority to make decisions about policies created by the board within Ends and Executive Limitations policy areas, and therefore has no authority to supervise or direct the Executive Director apart from the board as a whole.

The board chairperson may delegate the authority of the chief governance officer as stated but remains accountable for its use.

## **2.6 Board Agenda Planning and Evaluation**

*Approved 4/3/19*

To accomplish its task with a governance style consistent with board policies, the board will focus its agenda of work on developing governing policies and monitoring them.

The board will also consistently evaluate its own governance process and undertake its own self-education so as to improve its ability to govern.

### **2.6.1 Agenda Planning**

*Approved 4/3/19 Amended 11/12/20*

The board's agenda will focus on the development and monitoring of governing policies.

All administrative matters not delegated to board officers (e.g. approval of minutes) should take second place to policy governance.

All Ends policies will be reviewed at least annually.

Agendas for board meetings (whether in-person or virtual) shall be drafted by the board chair, in consultation with the vice-chair and the Executive Director, and, whenever feasible, available for feedback by board members at least one week prior to meeting.

Materials needed in preparation for meetings will be available for review with suitable lead time.

### **2.6.2 Evaluation and Education**

*Approved 5/28/19*

The board will consistently evaluate its own governance process. The chair will ensure that, whenever feasible, each meeting ends with time for evaluation of said meeting. Board members have an obligation to recommend for the chair ways in which board meetings and other aspects of the board's agenda should be executed more effectively.

To improve its own skills at governance, the board will undertake educational efforts including reading, workshops, invitation of guest experts, etc. The chair will be responsible for proposing continuing education efforts to the board as part of the agenda planning process.

### 2.6.2.1 Monitoring Board Performance

*Approved 11/18/20, amended 7/26/21*

The board monitors the degree to which policies are being met with information acquired by: **Internal report**, in which the board itself examines and discloses compliance information.

**External report**, in which an external, disinterested party assesses compliance with board policy.

All policies that govern the board will be monitored at a frequency and a method chosen by the board.

The board can monitor any policy at any time, and by any method, but will ordinarily depend on a routine schedule:

#### 2 - 2.8 GOVERNANCE PROCESS

<b>Policy</b>	<b>Method</b>	<b>Frequency</b>	<b>Time</b>
2.1 Governing Style	Internal (Board)	Annual	July
2.2 Job Description	Internal (Board)	Annual	July
2.2.1 Linkage to Owners	Internal (Board)	Quarterly	Jan, Apr, July, Oct
2.2.2.1 Major Awards	Internal (Board)	Annual	July
2.3 Code of Conduct	Internal (Board)	Annual	January
2.3.1 Conflict of Interest	Internal (Board)	Annual	January
2.4 Orientation	Internal (Board)	Biannual	January
2.5 Officers	Internal (Board)	Biannual	January
2.6 Agenda and Evaluation	Internal (Board)	Annual	July
2.6.1 Agenda Planning	Internal (Board)	Annual	July
2.6.2 Evaluating/Education	Internal (Board)	Annual	January
2.7 Council	External (Council)	Annual	July
	Internal (Board)	Semiannual	January, July
2.7.1 Roles of Regional Reps	Internal (Board)	Semiannual	January, July
2.8 Cost	Internal (Board)	Annual	October
2.9 Code of Ethical Behavior	Internal (Board)	Annual	January
2.10 Episcopal Moderator	Internal (Board)	Annual	July
2.11 Forums	Internal (Board)	Annual	January
2.11.1 Forum Leadership	Internal (Board)	Quarterly	Jan, Apr, July, Oct

### 2.7 Relationship between the NPM Board and Council

*Approved 1/31/19, Amended 10/15/20*

The NPM Council, whose members represent the interests and concerns of NPM Members, is formed according to the prescriptions outlined in the NPM Bylaws. The Council elects the NPM Board of Directors, as prescribed in the Bylaws, and fulfills all other duties described therein.

The Council, along with the Board and Executive Director, ensures that the mission of NPM is being effectively carried out in the Church and in the world, and surfaces issues and concerns related to mission effectiveness to the Board and ED.

The Council acts as an advisory body to the Board and the ED. Reports, including summaries of board meetings and finances, are presented to the Council on a periodic basis by the board and ED. Council members are asked to serve on ad hoc committees or task forces as needed.

### **2.7.1: Roles of Regional Representatives to the National Council**

*Approved 2/22/21*

As a member of the NPM Council, the regional representative serves by acting as the voice of the NPM members in their respective region. It is the responsibility of each regional representative to:

- understand the needs and concerns of the region, in order to better respond, support, and grow the mission of NPM in that area of the country
- maintain regular communication with the chapter directors in their respective region
- convene regular meetings with NPM members in their respective region so as to stay current on the needs of members
- promote NPM events, workshops, programming, and other initiatives to the members of that region
- assist the Membership forum with membership drives or other membership initiatives
- create and promote relationships with the appropriate diocesan leadership in the region

As a council member, the regional representative:

- attends all meetings of the NPM Council
- provides requested consultation to the Board and surfaces issues of concern to the Board on behalf of association members
- participates in all Council votes and in the election of the NPM Board of Directors

### **2.8 Cost of Governance**

*Approved 11/9/18 Amended 11/12/20*

To fund governance activities by the NPM Board of Directors and NPM Council, up to 1% of the previous year's association revenue will be designated for supporting the work of the board and council. The board will approve a Cost of Governance budget for the next fiscal year by October 31, based on projected revenue (subject to adjustment based on actual revenue). The Executive Director will administer the governance budget in the same way as other association funds.

This Cost of Governance budget will be used to fund governance activities of the board and council, including but not limited to:

- Board and Council meetings (in-person and virtual, meeting space, lodging, travel, materials)
- Orientation for Board and Council members
- Board and Council meetings with NPM Members (in-person and virtual)
- Outside monitoring (financial audits, etc.)
- Training for board and council members
- Consultants

To help reduce the direct cost of governance, whenever operational activities provide discounted or complimentary goods or services (e.g. virtual meeting platforms, food service, free hotel rooms, discounted meeting space, travel rewards, etc.) that would benefit governance activities, these shall be allocated to the board and council whenever possible.

At a minimum, when the board meets in person during the national convention a suitable meeting room (e.g. proximate, adequate size and furnishings, secure) accessible to the board throughout the week shall be secured in convention or hotel space. Also during national conventions, a suitable meeting room for the council meeting shall be included convention planning.

## **2.9 Code of Ethical Behavior**

*Approved 1/30/21*

The National Association of Pastoral Musicians (NPM) is dedicated to fostering the art of musical liturgy. The association exists to assist the Catholic Church in the United States to sing the praise of God through divinely inspired musical worship. *(See Ends Policies.)*

NPM members, member leaders, and all who represent the association, including event speakers and presenters, agree to the following ethical standards which are essential to our mission in the Church and the world.

The parties named above will:

- Respect the dignity of every human person, regardless of race, national origin, age, religious affiliation, gender identity, marital status, sexual orientation, socio-economic or educational background, disability, or medical condition.
- Maintain appropriate relationships with fellow members, supervisors, colleagues, volunteers, and parishioners of all ages, avoiding any sort of abusive behavior.
- Follow all appropriate and pertinent USCCB and diocesan policies, as well as legal statutes, regarding the reporting of abuse and protection of victims.
- Acknowledge and respect the diversity of the Church and aim to share with, collaborate with, and serve persons of all cultural backgrounds.



- Work toward a more just world for every person, especially those who are marginalized in any way.
- Collaborate with clergy, staff and volunteers, addressing differences of opinion through appropriate channels.
- Commit to ongoing, lifelong education in the development of musical, liturgical, and pastoral skills.
- Respect intellectual property rights by being aware of and complying with copyright law and attendant procedures regarding reproduction and performing rights.
- Be responsible stewards of the association resources with which they have been entrusted.
- Respect the employment rights of others, including incumbent musicians, and be aware of and comply with all laws and procedures pertaining to immigration and work permits.
- Refrain from harming the reputations of colleagues, and maintain professionalism in their use of social media.
- Observe both the spirit and the letter of this Code of Ethical Behavior in their dealings with NPM, with individual members, with the musicians under their supervision, with colleagues, employing institutions, and the communities they serve.

Board members, forum chairs, regional council representatives, and all contracted speakers are required to sign this policy. The policy is available on the NPM website, and published annually in *Pastoral Music* for the general membership. Reports of violations are made to the Board of Directors, which reserves the right to take appropriate action, including but not limited to the cancellation of membership and speaker contracts.

## **2.10 Role of the Episcopal Moderator**

*Approved 7/28/20*

The Episcopal Moderator is an active Bishop of the Latin Church who serves as a liaison between the Association and the United States Conference of Catholic Bishops.

- 1) The Moderator is appointed by the leadership of the USCCB, serving at the pleasure of the President of the Conference.
- 2) The Moderator serves as an ex officio member of the NPM Council.
- 3) The Moderator attends the national convention, presides at one or more liturgical celebrations, and provides a pastoral presence to members.
- 4) The Board of Directors may consult with the Episcopal Moderator regarding the work of the association and its contribution to the life of the Church in the United States.

## **2.11: Forums**

*Approved 10/13/20; Amended 2/22/21*

### **THE ROLE OF FORUMS**

Forums are working groups with leadership responsibility for a specific area of organizational life that advances the mission of NPM through a commitment of time and willingness to do the work.

“Forums may be created and dissolved by the Board of Directors on a permanent or ad hoc basis. All forums are accountable to the board, who shall create policies which specify the mandate for each forum, the process for selecting forum chairs and other forum leaders, and other regulations governing forums.” (NPM Bylaws)

### **FORUM MEMBERSHIP**

Members of NPM are engaged in and served through *Operational* Forums and *Ministerial* Forums.

*Operational* Forums serve the organizational needs of NPM and utilize the competence and gifts of the members. Members of these Forums are invited to become leaders through the particular Forum. Operational Forums include Finance and Development, Membership, Communications, and Programming and Certification.

*Ministerial* Forums are ministry networks. Membership is organized according to members' shared roles, responsibilities, and interests. NPM members may choose to become an active member of these Forums. They include Directors of Music Ministries, Musical Skills, Affiliation and Advocacy, and Cultural Diversity. Association members may commit to active participation in any of the ministerial forums based on their interests, gifts, roles, and affiliations.

Forum membership is continually open to members.

### **NAMES AND MANDATES FOR FORUMS**

#### **Finance & Development**

*Financial stewardship, fiscal policy, development activity*

General responsibilities:

- Serve as a resource to the board and the executive director on all financial and fiscal matters.
- Assist in the development of the organization's annual budget and other long-range financial planning tools.
- Develop guidelines for responsible stewardship and financial stability for both the short- and long-term.
- Provide advice to relevant staff and other leadership groups on registration fees for NPM services and programs.

- Serve as an audit review and oversight committee in accord with the board's policy.
- Assist the board in monitoring financial matters and conformity of financial condition and activity to board policy and acceptable accounting standards.
- Give counsel on investment and audit policies to assure that the assets of the association are managed in the best interests of the members.
- Assist in the financial development of the association, including the annual fund and other new initiatives.

## **Membership**

*Membership services, chapters*

General Responsibilities:

- Conduct membership recruitment, including regular membership drives.
- Provide welcome and onboarding for new NPM members.
- Assess membership benefits and dues levels and propose changes when appropriate.
- Assist with the creation of new chapters in dioceses.
- Facilitate connections and communications with and among chapters.
- Manage the orientation, training, and mentoring of new chapter directors.
- Oversee the election of regional representatives to the National Council, in accord with the bylaws and board policy.

## **Communications**

*Print and digital, online*

General Responsibilities:

- Assisting in the development and evaluation of the association's periodical publications.
- Advise on educational and professional materials published by the association.
- Ensures a robust website with a user-friendly and intuitive structure that includes excellent digital content.
- Assist chapters and other groups within the association in their communications strategy.

## **Programming & Certification**

*Education, conventions, institutes, certificates and certification*

General responsibilities:

- Participate in the planning and formulation of programs, faculty, schedules, clinicians, locations, administration, liturgical celebrations, and related issues.
- Develop and advocate for the continuing education of NPM members and other musicians, clergy, liturgists and leaders of worship.
- Develop, promote, implement, and evaluate certification programs.
- Develops the strategic vision for the national convention through the creation of relevant task groups and committees, which help to facilitate the planning

## **Directors of Music Ministries**

*Pastoral musicians who hold or share the primary responsibility for musical leadership in parish, diocesan, and other church institutions*

General responsibilities:

- Provide a network for directors of music ministry to support their unique professional development needs.
- Develop collaborative opportunities for ministerial growth and the unique challenges faced in these leadership roles including advanced skill training, in depth retreat experiences, advanced liturgical scholarship, and theological and musical examination of repertory.
- Provide counsel on employment practices of pastoral musicians, including job descriptions, hiring and firing practices, and job seeking.
- Provide formation in lay ecclesial ministry as regards the pastoral musician.
- Mentor musicians who are new to the field of music ministry.
- Is represented on the nominating committee for elections to the Board of Directors.

### **Musical Skills**

*Members organized by their musical roles, instruments or disciplines for networking, formation, and skills training.*

General responsibilities:

- Create networks among various groups of musicians for shared formation and support.
- Develop and publish training syllabi for various skill levels particular and appropriate to varied institutional settings.
- Build and publish regional lists of available teachers and resources for skill training.
- Advise on the development and availability of online training.

### **Affiliation & Advocacy**

*Members organized by their pastoral roles (e.g. clergy, religious, youth, young adults, campus ministry, diocesan directors, and music educator) for networking, formation, and skills training.*

General responsibilities:

- Provide recommendations for NPM programming to assure the professional needs of constituent groups are being met.
- Network with seminary music formation programs to assess and improve clergy formation in music skill and pastoral issues in music ministry.
- Continue to develop, recognize and support music ministry opportunities for youth and young adults.
- Advocate for the profession and vocation of the pastoral music leader with ecclesial leadership and represent the field of pastoral music ministry to the wider Church.
- Advocate for the broadest inclusion of the cultural and ethnic diversity of the Church in pastoral music ministry and liturgical celebration.
- Develop solid and consistent support of music educators in Catholic schools and religious education programs.

### **Cultural Diversity**

*Assures that programs, services, and policies reflect the cultural and ethnic diversity of the Church.*

General responsibilities:

- Collaborates with the other appropriate forums in actively connecting cultural communities and their pastoral music leaders with NPM.
- Engages in outreach with other organizations who represent pastoral musicians of diverse cultures.
- Ensures NPM leadership is properly formed in intercultural competence.
- Encourages and mentors members of diverse cultures to become involved in forums and consider assuming leadership roles.
- Is represented on the nominating committee for elections to the Board of Directors

### **2.11.1 Forum Leadership**

*Approved 2/22/21*

Each forum shall have a chairperson, appointed by the Board of Directors, after consultation with the National Council. Forum chairs are accountable to the board and serve as a member of the Council in accord with NPM Bylaws. A Forum Chair shall normally be appointed to a four-year term, renewable once. The terms of approximately half of the forum chairs shall expire at the end of even-numbered years. A forum chair may only be removed by a no-confidence vote of the board. A forum chair may resign by submitting official resignation to the board. Vacancies may be filled by the board at any time.

Each forum has a leadership team comprised of at least the forum chair, the executive director (or designated staff), and other forum members as needed.

Each forum chair has responsibility to:

- lead the forum in advancing the mission of NPM in a particular area
- advocate for the resources needed to carry out the activities of NPM in a particular area
- provide the initiative, guidance, and support for the forum members by conducting regular forum meetings at least quarterly
- communicate and collaborate with the executive director (or their delegate) on a regular basis
- prepare an agenda and minutes for each forum meeting with any necessary supporting documentation
- submit a report on the forum's initiatives, recommendations, and plans to the Board of Directors quarterly, according to a schedule fixed by the board
- ensure that forum leaders and members participate in training on intercultural competence and implicit bias provided by NPM
- establish and oversee interest sections, committees, project teams, or other structures as needed which are relevant to the forum's work

### **Relationships**

## Forum Chair and the Board of Directors

- In addition to the quarterly report outlined above, forum chairs are responsible for advising the board on policies related to their forum's area of responsibility, especially Ends policy.

## Forum Chair and the Executive Director

- The forum chair and the executive director (or designated staff) collaborate in advancing the work of the forum. As the board delegate for managing all operations, the executive director has overall responsibility for budgetary decisions, staff involvement in existing and new initiatives, and ensuring that all initiatives further the mission of NPM. Forum chairpersons provide leadership, support, and guidance in their area of responsibility.
- The executive director (or designated staff) provides forum chairs with the appropriate reports, budgeting, and other information and support pertaining to their area of responsibility.

## Forum Chairs and other Forum Chairs

- Forum chairs collaborate and communicate among themselves, in coordination with the executive director, to further the mission of NPM through inter-forum work.

## Forum Chair and Members

- Forum chairs provide opportunities for members to participate in the work of the forum, by establishing appropriate project teams, work groups, committees or other structures appropriate to their work. In consultation with the executive director (or designated staff) the chair appoints the leaders of such groups and coordinates their efforts.
- Forum chairs exhibit a commitment to recruiting and developing leaders and members which represent the diversity of the church in the United States.