

First Unitarian Society Board of Trustees Minutes

Date and Time: February 21, 2018 6:30 – 8:30 pm

Location: FUS, Gaebler Living Room

Attendees:

- Trustees:
 - Joe Kremer, President (Governance Committee)
 - Chip Quade, Secretary
 - Maureen Friend (Personnel Committee)
 - March Schweitzer (Finance Committee)
 - Dorit Bergen
 - Mike Lienau
 - John McGevna
- Youth Advisors:
 - Henry Hill-Gorman
- Clergy and Staff:
 - Kelly Crocker
 - Monica Nolan
- Guests:
 - Connie Beam, Rob Savage, Skyler

Unable to attend:

- Youth Advisors:
 - Alison Cotter
 - Clergy:
 - Michael Schuler
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Materials: January Board meeting minutes; UUA Coaching interview questions (two docs); Revised procedure for sanctuary requests

Current Vision of Ministry:

- Within us, enhance opportunities for spiritual, intellectual, and personal growth
 - Among us, nurture members in all stages of life and commit to build deeper connections
 - Beyond us, embody our UU principles in the larger community as we engage in outreach, service, advocacy, and activism
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Six-month Board Focal Points:

- Governance during the interim period
 - Communication
 - Radical hospitality
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Due to scheduling issues, at this meeting we did not have an opening reading.

Spiritual deepening

From *Bless the Imperfect - Meditations on Congregational Leadership*: Do you find it more difficult to wait when waiting is best, or to keep going when keeping going is best? And how well do you find yourself distinguishing the two?

March 2018 visit by Rev. Dr. Thandeka

A group of eight, plus T. Kay, has been established to determine how we want to use our time with Rev. Dr. Thandeka during her March visit. Questions to be resolved:

What role would the Board like to play during that week? Should Thandeka and the Board have a Q&A session? We have a Board meeting that week, on Wednesday the 21st. Will it be a standard Board meeting? Does Thandeka expect to engage with the Board during that time? If so, who is setting the agenda – FUS, or Thandeka? **Action item: T. Kay will clarify with Thandeka her expectations regarding that meeting.**

Also, we've talked about having a potluck Thursday evening. **Will that happen?**

Consent agenda

Minutes of the January Board meeting were approved by consent.

Foundation update

Connie Beam, President of the FUS Foundation, presented a written *Annual Foundation Update and Recommended FY2018-2019 Fund Payouts* memo to the Board. For our current fiscal year, the recommended payout will be approximately \$132,000. This is a bit more than last year, which is precisely how the Foundation is set up to work. The Foundation's total assets are pushing \$3 million.

After several years of not publishing one, the Foundation will publish an annual report.

Connie recommended that FUS establish a Planned Giving committee. Now that we see the end of the Capital Campaign coming into view, it is time to remind the congregation that we have a Foundation, and that members can include the Foundation in their estate plans. Some kind of group should be making this information known to the congregation. The job of the Foundation is not to publicize this information; it's to invest the funds wisely and provide a return to FUS. FUS should take the lead in fundraising.

A Planned Giving committee is not unprecedented. We had one in the 1990s. Discussion points:

- **Will this be a ministry team? Staff-led, with members of the congregation? Or led by a member of the congregation, with support and coordination from a member of the staff?**
- **What is the right time to get going with this? Monica recommends waiting on this until the fall, after the annual campaign wraps up.**
- **It might be good to mention planned giving at the fall fundraising event.**
- **Would it be a simple first step to have a web site that's operable with respect to basic information, on topics like required minimum distributions? March mentioned a brochure from Covenant Presbyterian Church on Gifts, Memorials, and Bequests. What would it take to get a Foundation web site up and going? Or if FUS is going to lead the fundraising, wouldn't this be appropriate for the FUS web site?**

- Given that FUS and the Foundation are two different non-profit organizations, what are the important marketing and communication questions – and how do we resolve them?

Recap of Parish meeting

Feedback was very positive.

Review of Board focal points for the first six months of Calendar 2018

Governance during the interim period

The Board has been exploring whether FUS needs to change or suspend any portions of the FUS policies and bylaws during our Interim period. The Board asked the Interim Minister Search Task Force to assess this. The Task Force studied the issue and brought its recommendations to the February Board meeting.

In particular, the Board wants to ensure that the Interim Minister does not have the unilateral authority to terminate a staff person. Discussion ensued about whether current FUS bylaws and policies provide the appropriate protections for staff. The Board consulted the FUS Policy Manual, section 2.d.5 regarding termination of paid staff, which states:

Prior to discharging a paid staff member, the Executive Director shall consult with the Senior Minister and Personnel Committee to ensure that the proposed decision complies with applicable laws and Board policies. The Executive Director shall notify the Board when an employee is terminated.

This provides for collaborative decision-making about termination for paid staff, but doesn't specifically provide a protection for the Executive Director. However, the Executive Director's contract establishes an appropriately collaborative evaluation and termination process, so the protection exists for that position as well.

It is understood that, in some Interim situations, the outgoing minister has left behind a mess that needs to be cleaned up. It is understood that, in some circumstances, a parish's Board has delegated the housecleaning duties to the Interim Minister. Understandably, the awareness that Interim Ministers do, at times, terminate paid staff could be a cause of concern for FUS staff. The FUS clergy, Executive Director, and Board are clear that we do not have a mess that needs to be cleaned up, and we are neither expecting nor allowing an Interim Minister to conduct a staff housecleaning. The Board discussed how to best assure the FUS staff that they are protected from capricious dismissal by the Interim Minister. **It was decided that the assurance would be documented in these minutes, and that Kelly and Monica would explicitly speak to the issue at the next staff meeting.**

The Task Force is recommending no governance changes during the interim period. FUS will maintain its current organizational structure, while using the interim period to explore alternatives that we might put into place before we call a second minister.

In response to questions raised during the meeting, the specific language of the Task Force's recommendations was amended during the meeting. The Board decided to defer a vote on accepting the Task Force's recommendations. We will consider the amendments for several days, and then call for an email vote. **If a Board member wishes to recommend any additional major changes, he or she is asked to email the proposed change to everyone.**

Rob Savage, chair of the Task Force, called attention to the timeline for the Interim Minister Search activities. Rob asked Board members to be ready to engage with the Task Force as needed during the first two weeks of May, and on short notice, and probably more than once.

Related topic: The Governance Committee's drafts of training materials

We have identified three stakeholder groups – congregants, staff members, and incoming Board members – who would benefit from training materials on the topic of FUS governance. To that end, the Governance Committee is drafting some training materials. Board members are asked to think about what each of those groups would want to know about governance here, and in how much detail. For example:

- How to get an item on the Board's agenda?
- How to get appointed to the Board or be a liaison?
- How to access Board information?

Joe will put the draft PowerPoint document in a place where we can get to it, and will circulate email about how to access it. Board members are asked to check out the document and send thoughts via email to Skyler.

Communications

A communication plan has been drafted. A communication ministry team will be formed.

Following its January meeting, Board members voted for their top three outcomes under each of the Visions in our strategic plan. We have not come back as a group to discuss the outcome of the rankings – and at this point, we are not feeling a strong need to do that. We believe that the rankings are ready for consumption by the staff.

Radical hospitality

The New Member Ministry Team continues to explore potential changes to how we welcome visitors and new members, and foster connections among members.

Sanctuary

The Sanctuary Leadership Task Force Charter establishes a five-member task force, consisting of the president of the FUS board, the chair of the Sanctuary Social Justice Team, the Executive Director, the Senior Minister, and the Minister of Congregational Life. In light of questions about our procedures – for offering sanctuary to an individual, and for coordinating with Congregation Shaarei Shemayim (CSS) and the Meeting House Nursery School (MHNS) – a revised procedure document was presented to the Board at this meeting.

A key question had been: What if there's an emergency situation for an individual needing shelter, and members of the Task Force are not available for decision-making?

The Board affirmed that: (a) Any three members of the Task Force can decide to offer sanctuary, as long as at least one of those persons is a minister (and this applies to the Interim Minister too); (b) In the event that three members are not available, two can make the decision to offer temporary sanctuary. Discussion points:

- Due to the highly political nature of any sanctuary situation, FUS should be prepared to put forward high-visibility members of its leadership team for all communication

efforts – and these must be the same individuals who are empowered to make decisions about offering sanctuary.

- This is consistent with procedures that we have previously drafted, so no revisions to this part of the procedure document are necessary.

Noting that we must keep in mind at all times the safety and the dignity of everyone – the person in sanctuary, the FUS staff, both congregations (CSS and FUS), and the Meeting House Nursery School staff – the Board sees value in strengthening the portion of the document about consulting and coordinating with CSS and MHNS. **The Board accepts these revisions.**

Religious education class fees and event ticket prices

Not all of our parishioners can afford the fees for adult religious education (ARE) classes. And not all can afford the tickets for events like Cabaret. Should we establish a provision for individuals who would like to come to classes and events, but can't afford to?

We must distinguish between a policy and a procedure. We need both. A policy might say something like, "At any FUS event that is not strictly fundraising, provisions will be made to accommodate the financial situations of everybody." A procedure would indicate whom to contact, and how. The policy would be implemented with a change to our Policy Manual. We would describe the administrative procedure somewhere else.

Before we are able to draft a policy statement, we have some work to do. We need to figure out what we really want to say. There seems to be relatively broad support for waivers for ARE classes. But what about Cabaret? Some view it as both a fundraiser and a community-building event. Considerations: At an event like Cabaret, we have limited space and resources.

Dorit offered to draft a policy statement. We all agreed that this needs further discussion. Although we would very much like to be able to come to a quick resolution about Cabaret tickets, we recognize the tension between having a *good* work product and having an *immediate* work product.

Personnel Committee update

The committee has compiled information on the gaps between the current FUS rates of compensation for staff, and the UUA recommendations for staff compensation. Right now, the committee is sharing this information with the Board and the parish. No action is being sought at this time.

Staff updates

In advance of the Board meeting, Kelly and Monica provided written updates. Only selected items are noted here.

Roof status update: This is the most complex project that the engineer has worked on.

DaneNet is advising re: IT. They're a non-profit that works with non-profits.

FUS recently received a stock donation in a closed account. Before FUS can sell the stock and close the account again, we need a motion from the board that authorizes specific

individuals to conduct financial transactions on behalf of FUS. Per the request from Monica, Mike Lienau moved the following:

The FUS Board of Trustees resolves that the following individuals, per our policies, are authorized to conduct financial transactions on behalf of our company: Board President Joe Kremer, Executive Director Monica Nolan, and Senior Minister Michael Schuler.

Dorit Bergen seconded. The motion passed on a unanimous vote.

We will need to re-do this every year, or more often if necessary due to personnel changes.

Board members: When submitting requests to FUS staff members, please CC Monica – so that Monica and staff can prioritize requests accordingly.

Update: Improving board visibility to congregation

To publicize Board meetings, we'd like to announce them in the Red Floors insert. The secretary of the Board accepts responsibility for providing timely notices to Brittany Crawford, our Communications coordinator, for inclusion in the Red Floors insert.

What about including photos of Board members in the PowerPoint materials that we project on the Big Screen before Sunday services? Who controls the Big Screen? T. Kay has it for February, then otherwise it's Michael. We'll figure it out for the Interim period.

Tabling: We had a bunch of papers for our table, but the papers disappeared. Generally, we'll have candy or cookies. It would be great if someone could ask the staff: "Does anyone have knowledge of what happened with the Board stuff?"

Closing reading

From T. Kay.

CLOSED SESSION – Discussion: Questions from the Transitions Office

In advance of a March 14th meeting with the Board, the Regional Transitions team has sent us a set of questions that they'd like to ask us. The Board met to discuss the questions and our approach to answering them.

Assignments for next meeting

Reading and snack: March Schweitzer.