

ESUC Board of Trustees

Minutes

May 16, 2017

Minutes, Leadership Reports, Consent Agenda:	Com. + Board Liaison Reports Consent Agenda:
May Board Agenda + Upcoming Events	Personnel Com. – Connie Hirnle Revised Para Q, Termination of Employment PC Member Job Description-draft
Minutes of Last Board Meeting – April 18 and Open Action Items	Summary of Earth & Social Justice Activities – Marilyn Mayers
Board President's Report – Jack Slowriver	Holly House Options - HHTF
Finance - Treasurer Report – Ryam Hill	Draft Charter template – Policy & Governance Com
Interim Minister Report-Rev Elaine Peresluha	
Director, Finance & Operations–Jason Puracal Appendix A – Summary Income Statement Appendix B+C Jessie Zhao, Summary Income Statement + Balance Sheet Analysis Appendix D- Updated Finance Team Response to Khasi Hills Ministry Team Appendix E- Gallery Tax Considerations Appendix F—hand out from Jason Fiscal Year 17/18 Budget options	Discussion Agenda: See appendices provided by Jack, Ryam, and Jason. Also, from the Interim Minister Report: -Robert Rotermund to become life member, -Chairs of Standing Committees will be invited to attend the Board Retreat July 7-8. -Policies on Right Relationship, leadership development requirements
Director of Lifelong Learning - Aisha Hauser	

Agenda

East Shore Unitarian Church - Board of Trustees

May 16, 2017

Board Host: Reed (June Host is Jerry)

6:45	Social Gathering	
7:00	Opening Words, Chalice Lighting	Reed
7:05	Check In/ Guest introductions	All
7:10	Approval of Consent Agenda	All
7:20	White Supremacy debrief	All
7:45	HHTF and other Congregational meeting topics	All
8:00	2017/18 Budget Process	Ryam and Jason
8:10	Personnel Committee Liaison and recruiting	Connie
9:00	Closing words	Reed

Upcoming Events for Your Calendar

- June Exec Council – June 6
- June Board Packet items due Wednesday, **June 21: email to Ryam Hill
- July Beacon Board Buzz due Wednesday, June 14: Dave
- June Board Meeting June 27; Jerry is host.
**Note: Our June Board meeting is on the 4th Tuesday at Jack’s request, to avoid schedule conflict with the summer solstice on June 20 – our normal date.
- Sunday Services Announcements 5/28 Connie, 6/4 Jack, 6/11 Tom, 6/18 Lee, 6/25 Reed, 7/2 Jack
- July 7, 7pm + July 8, 9am – annual board retreat hosted by Elaine at her home in North Bend

Opening Words – Jack Slowriver, our Board President, called the meeting to order, at 7pm, welcoming the board members, SLT, and our visitors. Reed provided the opening reflection and also hosted the meeting providing delicious snacks.

Check-in – The Board of Trustees includes David Baumgart (secretary), Reed Cundiff, (absent) Tom Doe, Lee Dorigan, Ryam Hill (treasurer), Marilyn Mayers, Connie Hirnle (VP), Marcy Langrock, Catherine Ramsey, and Jack Slowriver (president). The Board also includes our interim minister, Rev. Elaine Peresluha, Jason Puracal – Director of Finance & Operations, and Aisha Hauser – Director of Life Long Learning.

This was the last board meeting for Reed, Marilyn, Connie, and Catherine.

- Visitors – Jerry Bushnell (oncoming Board member) and Trish Hunter.

Review of Board Agenda + Consent Agenda - (*see content of Board Packet – all Board members are expected to review the entire Board Packet prior to the Board Meeting*) – Jack asked if anyone requested to move items from the Consent Agenda to the Discussion Agenda – 3 items were moved to discussion (see list of topics, below).

Marcy moved and Connie seconded to approve the consent agenda. Motion passed. This included tonight’s board agenda, the revised April 18 Board minutes, and the board liaison reports. All board members are reminded that Items for the Discussion Agenda are required by the cutoff date for the board packet. It is better to have such items for the Executive Council (first Tuesday, each month).

Consent agenda topics (see Appendix 1)

- [pulled out for discussion] Draft revised Termination of Employment Policy
- [pulled out for discussion] Policy on Charters
- [pulled out for discussion] Policy Committee Draft Charter template
- Robert Rotermund to become a life member (ref: Elaine’s report)
- Standard Committee Chairs will be invited to our July 7/8 annual board retreat
- Policies on Right Relationship / Leader Dev Requirements
- Description of the part time Office Asst position, reporting to the Membership Dev. Director,
- Congregant to Staff roll-out of feedback process
- Personnel Committee Member - Job Description

Effective Board Meetings (on schedule, on task)

Jack, Dave, Connie, and others spoke about the value of having more discipline around the Board meetings in terms of sticking to our published agenda. Dave suggested we appoint a “process checker” and a “time keeper” at each meeting. Dave stated that the protocol of having these two positions are recommended in corporate settings at his employer, Providence Health & Services, to insure effective meetings that stay on schedule and on task. Jack recommended that we implement this protocol starting with the New Board to be seated after the annual congregational meeting. The two positions are defined as following:

- Process Checker – insures that the board meetings stay on task in terms of the regular format of our board meetings as guided by the agenda with the current list of agenda items.
- Time Keeper – insures that presentations + discussions are conducted within the agenda time schedule.

Draft revised: Termination of Employment Policy

Jack inserted the phrase “unless explicitly stated otherwise [e.g. contract employees].” It was also recommended to add “The exit interview questions are standardized and will be made available prior to the interview.” [discussion] Lee moved and Reed seconded this revision to the policy, motion passed.

Policy Committee Draft Charter template

Marilyn questioned, who determines the term limits? During discussion, it was noted that every team should specify the term limits applicable to their team. It was noted that the Board and other selected teams already have specified term limits. Jason provided an explanation of why prudent financial reserves are specified for selected committees. Marcy moved, Marilyn seconded, motion passed.

3.10 Policy on Charters

Jason pointed out that some teams or committees do not really need a charter if they have no income or account, and meet solely for social purposes [e.g. The Bridge Group].

Jack stated that we are encouraging every group to have at least a “mini” charter that identifies:

- Purpose
- Where they meet [ie, do they rely on our sanctuary or RE classes?]
- Who is their staff liaison?
- Do they collect monies? If they do, they would need to provide a more robust charter.
- When do they cease to exist?
- Acknowledge the mission statement of East Shore Unitarian Church. [Perhaps place it on the bottom of the charter.]

Our discussion focused on term limits + social groups. Jack moved and Reed seconded, motion passed.

White Supremacy Debrief

“Conversations on Race” – This Saturday discussion took place on April 23 about White Privilege / White Supremacy and was attended by approximately 50 people. Folks discussed their discomfort with the terminology and others affirmed the need for the discussion to be as frank and open as possible. 206 people were in worship for the “Teach In” program on May 7. Many people stayed afterwards to engage in conversation. There were a few people still uncomfortable with the phrase. Elaine believed that most of the people who engaged in this were moved, at least a little, in their beliefs. Many people expressed their feelings and were heard. Many more people participated in the Saturday events.

Elaine recommends that we consider aspects of racial justice about once a month. Aisha: 692 congregations within the UUA also participated in these Teach In events.

HHTF and other annual Congregational meeting topics

Jack passed out the draft agenda for the June 4 Congregational meeting.

Because Catherine resigned from the board prior to the election, it created a 4th open Board position; and we have 4 candidates. The slate indicating the 4 candidates will be mailed out along with the rest of the packet for the annual meeting.

Ryam has a By-law change – minor change to the wording – she is liaison to Financial Stewardship Com, instead of Finance Com.

Vision Statement (we all agreed it was a beautiful vision statement). Connie suggested sending a nice card to this group, expressing our appreciation and gratitude for a “job well done.”

The Holly House Task Force requested that the draft 5 year plan be released, but after discussion, it was agreed that the 5 year plan should not yet be released for 2 primary reasons – 1) We do not yet know if the members will vote to keep the HH “as is” or if it will be developed as a new property, and 2) the current draft of the 5 year plan has a number of gaps that require more information and analysis. The choices to be voted on, regarding the Holly House, have been simplified: 1) Preserve HH “as is”, or 2) Develop the property (sell or lease). The HHTF has preliminary numbers for various options to sell or lease, but it was agreed that we need additional information, data, and analysis to make a more informed decision about the specific sell or lease options.

The **Personnel Committee** is looking for **additional committee members** – reference the “description of the Personnel Com member job description” in the board packet. The new board will also need to identify a new PC board liaison, since Connie Hirnle is leaving the board. Because Doug Strombom is being considered as the new Vice President, it was felt he would be a good choice as our new PC liaison. Some of the items that the PC considers are of a confidential nature for that staff member, and as VP, Doug will, of course, be a member of the Executive Com.

Proposed 2017/18 Budget

Ryam provided a handout from the Financial Stewardship and Budget teams to serve as a reference during the budget discussion. She discussed the assumptions and the worse and best case scenarios. Elaine gave an update from Amanda Strombom, co-chair of the fund drive along with Chris Edwards, concluding that it was likely we would exceed the current goal of \$735K in current pledges for 2017 / 18.

The proposed budget that will be presented at the annual meeting will include \$735K as the current pledge income. The total budgeted Income and total budgeted expense is proposed as \$1,114,469 and the major line items are listed in the member packet for the annual meeting. For more detailed information, please contact Jason, Ryam, or the Financial Stewardship com. Lee moved and Reed seconded to approve the proposed budget. Motion passed.

Other Items

Elaine provided a brief overview of her Planned 6 week trip, commencing May 17. She will travel to India for much of that time and then to GA. Much of this time will be taken from her accrued vacation time and her study time benefit.

Elaine also provided an overview on the present status of the Music Steering committee, the larger Music Com, and inputs from members of the congregation. Currently in discussion is the decision about how soon East Shore should hire a new music director.

The next board meeting will be on the 4th Tuesday of June, June 27, to avoid a schedule conflict with the summer solstice. Our new board membership – Nominated for the congregation’s consideration, includes Doug Strombom, Jerry Bushnell, Paul Buehrens, and Uzma Butte. Jack formally thanked Catherine Ramsey, Reed Cundiff, Marilyn Mayers, and Connie Hirnle for their service to ESUC, as members of the Board during the past year. Catherine, Reed, and Marilyn had served as “members at large” and Connie as vice president.

Our board meeting ended at 8:50 pm. Our next board meeting is June 27, 2017

Respectfully submitted by David Baumgart

Secretary, ESUC Board of Trustees

OPEN ACTION ITEMS: (REVISED MAY 28)

What	Who	When / Notes
Analysis of tax related implications on fund raising, regarding status of “business-like” activities for ESUC	Jason	Report to the board the impact on operations for East Shore Live, Auction, Gallery, parking lot rentals, and similar activities.
Finalize preparations for the annual congregational meeting, June 4.	Jack, Ryam, Dave, Jason	Reference the agenda items for the annual meeting.
Implement the use of a Process Checker and Time Keeper at board meetings.	Jack, Dave	Beginning June 27 – this is designed to keep our board meetings more effective and “on task.”
Document our process for creating, reviewing, and publishing the Board minutes and monthly packet.	Dave	Due by our annual board retreat to help orient new members of the board and refresh our collective memory.
Publish the March 5 congregational meeting minutes	Dave	Ann Fletcher was the recording secretary

CLOSED ACTION ITEMS:	Who	When / Notes
Catherine and Marcy will attend the next Khasi Hills Ministry Team meeting.	Ryam, Jack, Marcy	Ref: Jason’s report, Appendix D which lists the details of the final agreement.
Finalize the proposed FY 17/18 budget for approval at the annual June 4 meeting	Ryam, Jason	In collaboration with Financial Stewardship and Budget Teams
Publish the agenda and slate of board candidates for the annual June 4 meeting.	Exec Com.	Many thanks to the Nominating Com, chaired by Jenny Hall.

Appendix 1

The Board adopted or supported the following decisions, below, as part of the Consent Agenda Approval:

Interim Minister’s Report:

- Standard Committee Chairs will be invited to our July 7/8 annual board retreat
- Policies on Right Relationship / Leader Dev Requirements

Director of Finance and Operations:

- Report on preliminary findings for tax related implications on fund raising, regarding status of “business-like” activities
- Changes in the parking lot lease program to mitigate the tax related implications on 501c3 status, caused by “business-like” activities
- Description of the part time Office Asst position, reporting to the Membership Dev. Director,

Personnel Com. Liaison report:

- Congregant to Staff roll-out of feedback process
- Personnel Committee Member - Job Description

END OF MINUTES