

# ESUC Board of Trustees

Minutes

December 19, 2017

<b>Minutes, Leadership Reports, Consent Agenda:</b>	<b>Com. + Board Liaison Reports Consent Agenda:</b>
December Board Agenda + Upcoming Events	Personnel Liaison Report – Jerry Bushnell
Minutes of Last Board Meeting – November 21	Congregant to Staff ...to Congregant Feedback Form
Board President's Report – Jack Slowriver	ES Social Justice Ministry Teams Nov Report
Finance – Treasurer's Report – Ryam Hill	HH Dev Task Force Update – David Baumgart
Interim Minister Report-Rev Elaine Peresluha & Membership + Communications Report	
Director, Finance & Operations–Jason Puracal App A&B – Sum Income Statement, BS FY17 Appendix C Financial Analysis / Charts,	Consent Agenda DFO Report, Appendix D: Gift of Whistler Time Share
Director, Lifelong Learning – Aisha Hauser	Appendix E: Event Sponsorship Policy Recommendation

East Shore Unitarian Church  
Board of Trustees Meeting Agenda - December 19, 2017

Board Host: Aisha and Elaine

- 6:45 Social Gathering
- 7:00 Opening Words, Chalice Lighting Aisha and Elaine
- 7:05 Check In/ Guest introductions All
- 7:15 Right Relations process – feedback from Nov. meeting All
- 7:35 Approval of Consent Agenda All
- 7:45 Holly House update Jason
- 8:00 January meeting date Jack
- 8:05 Open Vice President position All
- 8:30 Adjourn to Executive session for vote
- 9:00 Closing Words and Adjourn Elaine

Upcoming Events for Your Calendar

- January Exec Council – Jan 2
- Jan Board Packet items due Wednesday, Jan 17: email to Dick Jacke (Volunteer 1)
- Jan Beacon Board Buzz due Wednesday, Jan 11 by Dave: email to Nicole Duff
- January Board Meeting Jan 23; Marcy is host.
- Sunday Svc Announcement 12/31 Tom, 1/7 + 1/14 Uzma, 1/21 Jack, 1/28 xxx

**Opening Words** – Elaine's reflection:

**Check-in** - The board of Trustees includes David Baumgart (secretary), (absent) Paul Buehrens , Jerry Bushnell, Uzma Butte (cell phone), Tom Doe, Lee Dorigan (cell phone), Ryam Hill (treasurer), Marcy Langrock, Jack Slowriver (president). We currently have no Vice President and have an open seat on the board. The Board also includes our interim minister, Rev. Elaine Peresluha, (absent) Jason Puracal - Director of Finance & Operations, and Aisha Hauser - Director of Life Long Learning.

**Visitors:** Manny (Nominating Com), Mary Anderson (Nominating, Right Relations Com), Ann Fletcher (P&G Com), Louise Wilkinson & Mary Anderson (Right Relations), Milly Mullarky, and Court Olson

**Housekeeping items: upcoming hosts, announcers, etc. (Dave)**

We need a Board member to deliver the **Sunday Service Announcements on Jan 28, Feb 11, 18, 25, and March 11.**

**Review of Board Agenda + Consent Agenda** - (see content of Board Packet - all Board member 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.

**Right Relations process – feedback, Nov. Mtg** – Louise Wilkinson (chair, Right Relations Task Force) We opened our meeting with a discussion of Right Relations processes, relevant to the November 21 board meeting. This discussion focused on how we could have utilized Right Relations processes and concepts to have had a better, more productive meeting with less negative feelings by all participants. Jack briefly mentioned a letter that the board had received from Jeanne Macauley regarding the Nov 21 board meeting; critical of our poor use of Right Relations concepts during that meeting. Discussion included the role and responsibilities of bystanders who witness a potential breach of right relations.

Several issues were brought up about the Nov 21 board meeting and a December 2nd Coffee and Conversations meeting. Issues surfaced around the board meeting involved whether right relations issues should be raised right at the time, and by whom. Louise suggested that they should be raised at the time, and that if one of the participants in the interaction in question does not raise them, an observer should – but not by assuming the observer knows whether someone has been hurt, but by inquiring as to whether the participants need to step back and look at their interaction. Louise suggested that people differ in communication style and sensitivity (tendency to take things personally), and that an observer can slow down the intensity and encourage people to step back to ensure that conflict is constructive, and involves a clash of ideas rather than a personal clash. We had discussion about the need for a person to take on the role of “process observer” at church meetings. Jerry suggested that this role/responsibility should ideally be shared between all participants at a meeting.

Jack then raised the difficult right relations issues that surfaced at the December 2 Coffee and Conversations meeting. They said it was impossible to facilitate a meeting, deal with all of the ideas that come up, and also handle right relations issues. Elaine said that if she is an active participant in a meeting, she cannot stand back and objectively observe the process of that meeting. Jack asked for a process observer for the board meeting.

Jack had sent the board, earlier this morning, the Right Relations Task Force Charter for review of the board. Jerry moved that we approve the charter and Jack seconded the motion. Motion passed. Jack and Louise then agreed to a minor revision to the charter. After the Board meeting, Louise emailed the revised charter to Dave to be included in the final Board Packet.

Louise and Mary Anderson discussed several proposals from the Right Relations Task Force for the Board’s consideration. This included:

- The Right Relations Task Force should become a standing committee of the Board,
- In order to embed Right Relations practices into the culture of the church, Each of the major committees and task forces are asked to create Right Relations guidelines and discuss how they will

incorporate Right Relations concepts into their meetings. The RRTF is collecting all guidelines which will help inform creation of an all-church Covenant of Right Relations.

- Louise requested that the Board together work through the Right Relations Guideline Template and come to agreement about the Right Relations Guidelines they will use for future meetings. Jack indicated that there was not time at this meeting, but that the Board would commit to doing this in January. (Louise: “we are happy to be involved if that would help.”)

At the conclusion of this discussion, two members of the RRTF (Louise and Mary) left the meeting. Aisha and Lee are also members of the RRTF as well as members of the Board, and they remained through the end of the meeting.

### **Approval of Consent Agenda - All**

Jack then asked for the Board to consider the remainder of the consent agenda.

Update to Policy 2.3 - Treatment of Members, Friends, Visitors and Congregants: Jack noted that the 30 days of public comment was ending on this day for changes to Policy 2.3 and that all the comments that they received were very positive. Therefore, the revised Policy 2.3 would be considered approved if the Consent Agenda was approved.

Moving the Fiscal Year to the Calendar Year – 6 month stub in 2018: Dave pointed out that if we go to a 6 month “stub” fiscal year in 2018, that the pledge drive for 2019 would occur at the same time that we were asking folks for their generous contributions to the annual auction, in October / November. After some discussion, it was agreed that we would recommend to the chair persons of the auction that we should move the auction from November to sometime in the spring. As the Board Liaison – Dave has already emailed Beth Wilson and JoAnne Way – co-chairs of the auction.

Marcy moved and Ryam seconded that we approve the Consent Agenda. Motion passed.

### **Consent agenda major topics (see Appendix 1)**

- Revision to Policy 2.3 Treatment of Members, Friends, Visitors and Congregants (as proposed in November 21 Board Meeting),
- Approval of the Right Relations Task Force Charter,
- Right Relations Task Force’s request to become a standing committee of the Board (ref: DLL report and RRTF charter).
- Tentative agreement to align the Fiscal Year with the Calendar Year effective Jan 1, 2019, which will include a six month stub fiscal year, July 1 to Dec 31, 2018,
- Bob Weiss was approved as a member of the Holly House Development Task Force.
- DFO’s recommendation to sell or return the Time Share at Whistler offered by a congregant (ref: DFO report, Appendix D).
- Exec Com’s decision to not seek legal representation related to congregant’s allegations; (it is noted that the Exec Com is exercising due diligence through other means).
- Approval of DFO’s Sponsorship of Events Policy Recommendation – related to external groups (ref: DFO report, Appendix E).
- Approval of Amanda Alice to become a full time employee as she assumes the rep. for RE Assistant (ref: DLL report).
- Approval of draft ESUC Congregant to Staff/ Staff to Congregant Feedback Procedure proposed by personnel com (ref: BL report of PC).

### **Holly House update - Dave, Marcy**

To date, we have heard responses from about 6 org’s. We are now engaged in the Q&A process and appear to be on track for closing the timeframe for RFP responses by Jan 31. All questions received from organizations and the corresponding answers are being documented on the East Shore website. We continue to proceed on track to reach our goal of being in a position for the annual congregation meeting in

June to review the “final” proposals. The next significant milestone will be the “preliminary” closing of the RFP first round on Jan 31, 2018, to begin the evaluation of all received offers.

Please reference Dave’s BL report in the Dec Board packet for more information.

### **January meeting date moved to Jan 23 - Jack**

Jack moved that we move the regular Board of Trustees meeting back, one week, to Jan 23. Jerry seconded. After a brief discussion, motion passed.

### **Open Vice President position - All**

*Bylaw Article X, Section F: The Board of Trustees may fill vacancies in all elected offices. Members so appointed shall serve until the next annual election.*

Uzma spoke about her candidacy for VP and that she would learn a lot, during the next 6 months. She was also comfortable with the democratic process that would unfold during the spring and culminate in the membership voting on a VP candidate at the annual June meeting. (Note: Tom Doe, who had previously indicated his candidacy for VP, removed his candidacy via eMail on Dec 17.) It was noted that there were no other declared candidates for VP at this time.

Jack moved and Marcy seconded the motion that Uzma should be our next Vice President of the East Shore Board of Trustees. Discussion. Motion passed, unanimously. Many of the Board members expressed their gratitude to Uzma for her willingness to serve as an officer of the board.

At 8:30 pm, we excused our visitors and adjourned to Executive Session.

### **Closing Words and Adjourn**

Elaine’s closing reflection was much appreciated.

Our board meeting ended at 9:10pm. Our next board meeting is January 23, 2018. Please send any corrections or additions to me as appropriate.

Respectfully submitted by David Baumgart, Secretary, ESUC Board of Trustees

### **OPEN ACTION ITEMS: (REVISED DECEMBER 19)**

<b>What</b>	<b>Who</b>	<b>When / Notes</b>
Confirm the move of the Fiscal Year to a Calendar Year basis. Also, approve the Transition Plan from Financial Stewardship.	Ryam, Jason	This has a significant impact to many of the East Shore ministry teams and staff processes. The Financial Stewardship Team is taking a key role in soliciting comment and reviewing impacts. They are also building the transition plan.
30 days of Comments - Approval of DFO’s Sponsorship of Events Policy Recommendation – related to external groups	Board, Jason	The Board tentatively approved this recommendation subject to comments from the congregation.
Fill the open position for Trustee at Large – Board of Trustees	Nominating Com & Jack	With Uzma now the VP – we need to fill her vacant position, in collaboration w/Nominating Com

Revised team charters – first drafts are due Sep 30 / P & G Committee review	Board, Elaine, Jason, Aisha	The Board and each SLT leader will be responsible for their respective teams (Appendix 2). 7 charters approved, 22 draft charters now under review. Jason to send out notice to all committee chairs about next steps in the review process.
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<b>CLOSED ACTION ITEMS:</b>	<b>Who</b>	<b>When / Notes</b>
Done - Communicate with the congregation our intent to fill the VP position in Dec	Exec Com	Appropriate Communication outlining the process.

## **Appendix 1**

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

#### **Consent Agenda from President’s and DLL’s Reports**

- Revision to Policy 2.3 Treatment of Members, Friends, Visitors and Congregants (as proposed in November 21 Board Meeting),

Discussion led by Jack Slowriver and Ann Fletcher - (ref: Nov Board Packet, page 44)

The primary purpose of this revision was to establish the policy and process for the interaction between church staff, led by the Senior Leadership Team (SLT), and the various committees, teams, councils, task forces, etc. The board tentatively approved this revision subject to the East Shore congregation’s feedback and comment for a period of 3 weeks prior to our December meeting. It is noted that all communications received since the Nov 21 Board Meeting have been positive. The new paragraph 2.3.2, was included in the Nov Board Packet and is repeated, below:

*2.3.2 The SLT shall work in a collegial and collaborative manner with Board committees, core teams, ministry teams, councils, task forces and other groups in their job related areas. The SLT shall work cooperatively and in partnership with these groups to achieve the church’s Mission, Vision and Ends and Unitarian Universalist Principles by providing opportunities for meaningful input, communicating in a timely manner, and empowering lay leadership.*

- Approval of the Right Relations Task Force Charter, (ref: Dec Board Packet, page 34).
- Right Relations Task Force’s request to become a standing committee of the Board (ref: DLL report and RRTF charter).

Please refer to the minutes of the Dec 19 Board meeting for more information related to Right Relations Task Force activities and processes. Louise Wilkinson, chairperson, and Mary Anderson were present, this evening, and led the discussion.

#### **Consent Agenda from Treasurer’s and DFO’s Reports**

- Tentative agreement to align the Fiscal Year with the Calendar Year effective Jan 1, 2019, which will include a six month stub fiscal year, July 1 to Dec 31, 2018,

Ryam, Jason, and the Financial Team are actively soliciting comments from the congregation. They are also building a transition plan for presentation to the Board in January.

#### **Consent Agenda from BL Report, HHDTF (David Baumgart)**

- Bob Weiss was approved as a member of the Holly House Development Task Force.

Bob was one of the co-Leaders (with Lee Dorigan) of the previous Holly House task force and is well qualified to be a member of the new task force.

#### **Consent Agenda from DFO's Report**

- Exec Com's decision to not seek legal representation related to congregant's allegations; (it is noted that the Exec Com is exercising due diligence through other means).

The Exec Committee has now consulted with an attorney at law as well as two senior members of the UUA national team – to discuss our level of liability and the appropriate due diligence that is called for relating to this matter. All 3 of these professionals' guidance have advised that we do not need to take further action unless we received credible evidence that supports the congregant's allegations.

- Approval of DFO's Sponsorship of Events Policy Recommendation – related to external groups (ref: DFO report, Appendix E).

The DFO has collaborated with multiple current and past board officers as well as the King County Dept of Revenue in determining what "the rules of the road" are for hosting events for the public. It is clear that if we do not follow the rules, that our Not for Profit status would be in jeopardy putting East Shore at significant financial risk. By adopting these recommendations for sponsorship of public events, we should have a path forward for future public events that will not put East Shore at risk.

Approval is subject to a 30 day period of comment from the congregation. Ann Fletcher will author an item in the next email blast.

#### **Consent Agenda from DLL's Report**

- Approval of Amanda Alice to become a full time employee as she assumes the rep. for RE Assistant (ref: DLL report).

Amanda Alice's offer to work full time mitigates the gap that was created when our present RE Assistant, Felice Nightengale resigned from her position at East Shore. Amanda was already working part time within the RE program, so this should be a quick transition for all parties.

## APPENDIX 2 – CHARTER TRACKING TABLE

Latest Update – Dec 19, 2017

<b>Board Standing Committees</b>	<b>Minister Core Teams – Elaine</b>	<b>DFO Core Teams- Jason</b>	<b>DLL Core Teams-</b>
Oct-Financial Stewardship	<i>Membership Dev Mgr</i> Communications Oct-Membership draft Seabeck Women’s Perspective	<i>Membership Dev Mgr</i> Oct-Outreach – Gallery Oct-Outreach – Website OFD Oct-Auction Oct-East Shore Live	Children & Youth Chalice Players
Oct-Endowment	Oct-Connections Teams	<i>Facilities Mgr</i> Oct-Facilities <ul style="list-style-type: none"> <li>• Oct-Grounds</li> <li>• Oct-Memorial Garden</li> </ul> Oct-P-Patch Flower	Adult Programs
✓ Nominating	Oct-Ace Media Crew - Production	Oct-Ace Media Crew - Hardware	RE Teachers
✓ Personnel	Oct-Archives / Library		
✓ Policy & Governance	Earth Based Celebrations		
✓ HHDTF 2017	Covenant Circles		
Ministerial Search TF	Extended Families		
✓ Right Relations TF	Oct-Lay Pastoral Worship		
<b>Oct-ESJCC - Elaine</b>	<b>ESJCC - Elaine</b>	<b>Caring Community - Elaine</b>	<b>Affinity Groups - Elaine</b>
ANSWER Nepal	Oct-PartnerChurchKhasiHills	Grief Support Group	Coffee Klatch
Oct-Beloved Racial Justice	Partner Church Transylvania	Adult Children of Aging Parents	Women’s Friendship Group
Climate Action	Community Relationships	Men’s Support Group	4 <sup>th</sup> Saturday Bridge Group
Oct-CFH	Oct-Second Sunday	Parents of Trans Youth	Men’s Breakfast Group
Oct-Crossroads Meals draft	Women Helping Women	PD Support Group	
Food Bank		Widows Flying Solo	
Good Start Back to School		Affordable Housing Support Group	
Holiday Giving Tree		Parents of Teens	
Oct-Meaningful Movies		Helping Hands	

**END OF MINUTES**