

# ESUC Board of Trustees

Minutes

January 23, 2018

<b>Minutes, Leadership Reports, Consent Agenda:</b>	<b>Com. + Board Liaison Reports Consent Agenda:</b>
January Board Agenda + Upcoming Events	Nominating Com Update – Connie Hirnle
Minutes of Last Board Meeting – December 19	P&G Charter Tracking Table – Ann Fletcher
Board President's Report – Jack Slowriver Addendums, new Policy for Support of External Org's	Personnel Com Liaison Report – Jerry Bushnell
Finance – Treasurer's Report – Ryam Hill	HH Dev Task Force Update – David Baumgart
Interim Minister Report-Rev Elaine Peresluha & Membership + Communications Report ES Social Justice Ministry Teams Dec/Jan Report	
Director, Finance & Operations–Jason Puracal App A&B – Sum Income Statement, BS FY17 Appendix C Financial Analysis / Charts,	
Director, Lifelong Learning – Aisha Hauser	Right Relations Guidelines Template

East Shore Unitarian Church

Board of Trustees Meeting Agenda - January 23, 2018

Board Host: Marcy

6:45	Social Gathering	
7:00	Opening Words, Chalice Lighting	Marcy
7:05	Check In/ Guest introductions	All
7:15	Approval of Consent Agenda	All
7:30	Nominating Committee	Connie
7:45	Right Relations Board norms	All
8:05	Right Relations Team	Lee and Aisha
8:15	Discussion of open Trustee at Large position	All
8:30	Adjourn to Executive session for vote	
9:00	Closing Words and Adjourn	Marcy

Upcoming Events for Your Calendar

- February Exec Council – Feb 6
- Feb Board Packet items due Wednesday, Feb 14: email to Dick Jacke (Volunteer 1)
- March Beacon Board Buzz due Wednesday, Feb 14 by Ryam: email to Nicole Duff
- February Board Meeting Feb 20; Jerry is host.
- Sunday Svc Announcement 1/28 Mark, 2/4 Lee, 2/11 Uzma, 2/18 Paul, 2/25 Jerry, 3/4 Marcy

## **Opening Words** – Marcy’s reflection

**Check-in** - The board of Trustees includes David Baumgart (secretary), (absent) Paul Buehrens, Jerry Bushnell, Uzma Butte (Vice President), Tom Doe, Lee Dorigan, Ryam Hill (treasurer), Marcy Langrock, \*\*Mark Norelius, 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.

[\*\*Note – Mark Norelius was elected this evening to fill our open Board Trustee at large position.]

**Visitors:** \*\*Mark Norelius (Right Relations), Connie Hirnle (chair) & Manny Brown & Katie Edwards (Nominating Com), Ann Fletcher (P&G Com), Janice Thompson (chair of Adult Children of Aging Parents and Co-Leader, Cathedral Peak CT), Mary Anderson & Louise Wilkinson (Right Relations).

## **Housekeeping items: upcoming hosts, announcers, etc.**

We need a Board member to deliver the **Sunday Service Announcements on Jan 28, Feb 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.

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

Lee moved and Jerry seconded that we approve the Consent Agenda. Motion passed.

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

- The Board approves the new policy for support of External Organizations as revised by David Chapin. This was moved to Discussion Agenda (see below),
- Jennifer Sumner and Uzma Butte approved to join the P&G Com,
- The move of the FY to be aligned with the CY was postponed for another year,
- The Auction Com has set the fall auction on Nov 10, 2018.
- Holly Morris approved to join the Personnel Com,

## **New Policy for Sponsoring Outside Organizations - Jack**

David Chapin suggested a revision (Page 10, President’s Report).

Uzma moved and Lee seconded to approve this new policy as revised. Motion Passed.

Elaine suggested that a future Town Hall or First Saturday be utilized to publicize this new policy. Jack requested that the P&G committee take Elaine’s suggestion as an action item. Ann Fletcher stated that she had already responded to emails from selected members. Jason passed around a one page set of Guidelines for support of external organizations.

## **Nominating Committee - Connie Hirnle (chair)**

Connie stated that the NC is grateful for the hard work of the Board and that they are looking forward to serving our congregation to formulate a slate of candidates for the next annual meeting, June 3, 2018.

There is a specific timeline that the NC will be following (ref NC report, pages 32 and 33 in Board Packet). By April 3, the NC will be presenting a firm slate of candidates to the Board. Connie then explained the kind of information that the NC is looking for that describes the requirements or job descriptions. She acknowledged that Ryam, Dave, and Paul had replied with information relevant to the Treasurer, Secretary, and Trustee at Large positions. (ref pages 34 and 35).

[discussion] Several folks suggested a number of changes to the Board Member Guidelines. The list of guidelines has been revised within the Board Packet, pages 34 and 35.

Connie also stated that the NC is now establishing the new Ministerial Search Nominating Com. She also strongly suggested that the NC identify candidates for Treasurer and Secretary, in the future who could go through a mentorship with Ryam and David in the new year.

Connie asked, "...if the NC has questions about Policy Based Governance, who should they ask?" After some discussion, it was suggested that they could refer questions to P&G Com (Ann Fletcher), Dick Jacke (UUA Board), and / or the Board Exec Com.

On a related matter, Jason stated that he and Uzma will be attending a seminar, tomorrow, Jan 24, concerning the legal resp. for members of the board with regard to tax law.

### **Right Relations Board Norms - Louise Wilkinson (chair)**

Louise passed out a Right Relations Guidelines Template (has been added to the Board Packet, pages 35 - 37 for all Board members and visitors to consider. Marcy pointed out that the HHDTF has already used this template to compile their own focus of RR Norms. Several of the Board members then mentioned specific guidelines that were meaningful to them.

[discussion] Homework Assignment – Jack requested that all board members come back to the Feb meeting identifying which of the guidelines are meaningful for each member. Paul volunteered to evaluate the relative points scored for the most meaningful guidelines. Jack requested that the Board should send our meaningful guidelines to Paul by Feb 6.

Tom suggested we add some guidelines that are relevant to leadership.

### **Right Relations Team - Lee and Aisha**

The Right Relations Task Force recommends that they become a standing com. Jack suggested that they develop an appropriate committee charter for consideration by the P&G com. Once the P&G com approves the charter, then this request could come back to the Board.

The RR Team also discussed with the Board the initial Facilitator Team members (formerly the Mediation Team). They recommended and the Board approved that the Facilitator Team will report directly to the Right Relations Task Force.

### **Discussion of open Trustee at Large position**

Mark Norelius has stepped forward as a candidate to fill our open position. Mark reviewed the board resp. and job description and spoke directly to the Board. His relevant experience was incorporated in the President's Report, pages 10 and 11. Mark spoke about his experience in leadership with the airline crews that he flew with during his career – and how it was very important that all members of the crews be encouraged to speak and provide the benefit of their experience and knowledge.

Jack clarified that the trustee position that Mark is nominated for is for 5 months, until our June congregational meeting. Mark can then be considered as a candidate for an open trustee position at that time for up to 3 additional years of service.

### **Executive Session – Jack Slowriver (President)**

UUA debrief – Feb 16, 7pm for board, and Feb 18 after the church service for the East Shore congregation.

Mark Norelius was elected as Board Trustee at large. Welcome, to the Board, Mark!

### **Closing Words and Adjourn**

Marcy's closing reflection was much appreciated.

Our board meeting ended about 9:45pm. Our next board meeting is February 20, 2018.

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

**OPEN ACTION ITEMS: (REVISED JANUARY 23)**

<b>What</b>	<b>Who</b>	<b>When / Notes</b>
Sponsor the annual OFD pledge drive for FY 18 / 19 and establishment of the budget for the new fiscal year.	Board, Ryam, Jason, and Fin Stewardship	These twin efforts have been deferred until late February, after Board / Congregational debriefs by the UUA regarding the listening sessions.
Work with Christine Robinson and Jonipher to complete the listening sessions, while preparing for the congregational debrief on Feb 18	Board, Elaine, Jason, Aisha	The Congregational debrief is scheduled for Sunday, Feb 18, immediately following the church service. The Board will be debriefed on Friday evening, Feb 16.
Establish a robust Right Relations structure including the Task Force as well as the Right Relations team of Facilitators	Board, Elaine, Jason, Aisha and Louise Wilkinson	This effort is a collaboration with the RR Task Force and the Policy & Governance Com.
Revised team charters – first drafts are due Sep 30 / P & G Committee review	P&G Com in collaboration with Board	The Board and each SLT leader will be responsible for their respective teams (Appendix 2). 11 charters approved, 13 draft charters now under review and 12 charters – unknown status. Ann to send out notice to all committee chairs about next steps in the review process.

<b>CLOSED ACTION ITEMS:</b>	<b>Who</b>	<b>When / Notes</b>
Done - Confirm the move of the Fiscal Year to a Calendar Year basis. Also, approve the Transition Plan from Financial Stewardship.	Ryam, Jason	The alignment of Fiscal Year with Calendar Year has been postponed for a year. At that time, the final Transition Plan will be documented by Financial Stewardship.
Done - 30 days of Comments - Approval of DFO's Sponsorship of Events Policy Recommendation – related to external groups	Board, Jason	The Board tentatively approved this policy, incorporating comments from David Chapin, chair of Climate Action Ministry
Done - Fill the open position for Trustee at Large – Board of Trustees	Nominating Com & Jack	With Uzma now the VP – Mark Norelius was voted in to fill the vacant Trustee at Large position, in collaboration w/Nominating Com

## Appendix 1

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

#### Consent Agenda from President's and Treasurer's Reports – Jack and Ryam

- The Board approves the new policy for support of External Organizations as revised by David Chapin (see President's Report)

The P&G Committee will document the new policy and add to the formal ESUC Policies; to be posted online within the next couple of weeks.

- Jennifer Sumner and Uzma Butte join the P&G Com,
- The move of the FY to be aligned with the CY was postponed for another year,

Ryam reported on this decision from the Financial Stewardship Committee. The actual work on the new OFD Pledge Drive and the annual Operating Budget has been postponed until after the UUA Listening sessions and report-out is completed on Feb 18.

- **Postponed: Fiscal Year to Calendar Change Update:** I attended the Saturday Coffee and Conversation to get input from members and chairs of groups that might be impacted by a change from Fiscal Year to Calendar Year. Most of their input had already been reviewed and was being handled, however some members simply did not want “any more change” unless absolutely needed.

Since Fiscal to Calendar year would require a congregational vote to change current bylaws, and the possible February meeting and vote to create a church wide covenant is no longer happening that month (when the vote to change the fiscal year could have happened without additional cost), the Finance Team and Financial Stewardship Committee all agree that it is best to put this on a slower track.

- The Auction Com has set the fall auction on Nov 10, 2018.

Dave reported that the Auction Com has now set Nov 10 as our official auction date, now that the change of fiscal year has been postponed. The Auction Com leadership reports that they were able to reserve our favorite Auctioneer from Greater Giving, Paul.

#### Consent Agenda from Board Liaison report for Personnel Com – Jerry Bushnell

- Holly Morris joins the Personnel Com,

## APPENDIX 2 – CHARTER TRACKING TABLE

Henceforth, the Policy & Governance committee will be tracking the various updates of charters. Please refer to the Board Packet, pages 37 - 39

**END OF MINUTES**