

Unitarian Universalist Congregation of Atlanta Board of Trustees
January 24, 2011 Agenda
Room 209-10

Call to Order/Organizational Matters – Marshall called the meeting to order at 7:04pm. In attendance were Marshall Orson, President, Ellen Beattie, President-Elect, Cyndi McFarland, Secretary, Beth Valentine, Conrado Marion-Landais, Eric Pohl, Jerry Moore, Penni Dudley, Joetta Prost, Pam Kilmer, Clarke Weeks, Kristen Indermark, Carol Jordan, NLDC Chair, Jim Kelley NLDC member, Mary Sherman member, Rev. Anthony David, and Scott Howell, Executive Director.

Chalice Lighting – Kristen

May this flame,
symbol of transformation since time began,
fire our curiosity,
strengthen our wills,
and sustain our courage
as we seek what is good within and around us.

Bets Wienecke

Finalize Agenda - No changes were made to the agenda.

Review Minutes from December 2010 – Minutes were approved via e-mail prior to the meeting.

Old Business - LRP participation Marshall encouraged Board members to participate individually or with affiliated groups in the Long Range Planning (LRP) input sessions so that our voice can be heard. We will not be attending the sessions as a group because it is a conflict of interest due to the LRP Steering Committee being a committee that reports to the Board.

Update from the NLDC - Carol Jordan, Chair

Leadership Development: Carol gave a brief history of the ways volunteers at UUCA were organized and mobilized when Councils were in place, how the process changed after the Councils were disbanded, and suggestion for establishing an even more robust and effective mechanism for connecting the members & friends of UUCA with the volunteer and leadership needs of UUCA.

Books they are reading on volunteerism and leadership development are, “Serving with Grace: Lay Leadership as a Spiritual Practice”, and “How to Mobilize Church Volunteers”.

Providing volunteers what they need to succeed as well as an avenue of leadership development is too big of an effort for the NLDC to manage. Instead, Carol suggested that a Leadership Development Steering Committee take on that initiative. She said that Sonia Tinsley-Hook has a good group of people working with her and will be coming to the Board soon with a plan for leadership development.

Board & NLDC Slate: Carol reported they are still open for nominees even though they have a great slate of candidates already. There are 10 vacancies to be filled - 7 Board of Trustees and 3 NLDC.

Board of Trustees Job Description: Carol asked the Board to review the description and provide desirable traits prospective candidates should have so they could be included in the description.

In closing, Carol asked that as Trustees consider serving on the NLDC after their Board term is up as the experience they bring to the Committee is invaluable.

By-Laws and Policies Committee (Kristen, Penni, Jerry, and Cyndi) Kristen

Absentee Voting: The Committee will be putting together policies and procedures for implementing the Absentee Voting amendment that passed at the December Congregational meeting, as absentee voting will be allowed at the upcoming May meeting.

“What is an official UUCA Group?”: The By-Laws Committee has been looking at this questions for the policy on resolutions, needs Board on the concept. Kristen will be trying to get this topic on the Board agenda as a Wisdom Conversation, preferably in March.

Proposed Change in UUCA’s Fiscal Year: Kristen will be meeting with the Finance Committee representative to make sure there aren’t any concerns in the By-Laws with regard to a change in fiscal year.

Proposed Change in BOT Term from 2 Year Staggered to 3 Year Staggered: Following last month’s Wisdom Conversation on Board terms, the By-Laws Committee drafted amendments to the By-Laws to increase the term of the at-large members and the Trustee of Finance from two years to three, and to create staggered classes. The Board and the NLDC members present at the meeting discussed the term options.

On behalf of the NLDC, Carol Jordan expressed the concern that they would have a very difficult time filling vacancies if the job was extended an extra year. People’s lives are busy enough as it is and prospective candidates would not see 3 years as a possibility without making compromises in other areas of their lives that they are not willing to make, not to mention the juggling of family life with Board meetings.

Board members gave their individual opinions of the 3 year term, shared experiences they had with other boards, and stated whether or not a 3 year term would have had an effect on their decision to accept the nomination to serve on the Board.

The Board understood the concerns raised by the NLDC but was overwhelmingly in support of the proposed change in term with the main reason being that a 3 year staggered term allows for a more experienced and effective Board than a 2 year term Board. Reason being, only 1/3 of its membership is lost on a yearly basis as opposed to half when there is a 2 year term. In addition to raising the quality and effectiveness of the Board’s work, many Board members shared that a 3 year term is quite common on other boards, regardless of affiliation, as well as the expectation that board members serve 2 terms.

Congregational Life Committee (Eric, Conrado, Pam and Beth) Eric

Eric reported that feedback on participation in the Focus Group sessions has been very positive and that another one is scheduled for late February, early March.

Executive Report – The Report was received as submitted with mention made of a typo in the amount of the final pledge dollars. The correct amount reported should have been \$850K, not \$750K. Anthony also announced that a new Membership Coordinator will be hired next week.

Finance Committee report – Due to inclement weather, personal schedules, and staff turnover, Scott reported that the books for 2010 haven’t been closed yet. He expects there to be a 2010 surplus in the \$20K range after final adjustments are done. He said the 2011 pledges to date total \$851K and may go up a little. There will be some adjustments to the budget the Congregation approved and the Board will have a finalized budget proposal to review and approve at the February meeting.

New Business – No new business was discussed.

Wisdom Conversation for January: Alliances and Allies ; Article: "God Beyond Borders: Interfaith Education and Congregations."

Other Business – We need to e-mail each other with our thoughts on the proposed language of the By-Law amendment for a change in Board terms. This proposal was handed out but not discussed in this meeting.

Adjourn – 9:25pm

Calendar Items

February Board Meeting - February 22nd (Tuesday)

Wisdom Conversation for February—review of the LRP process to date

February chalice lighter - Joetta

March Above Board article (final due 2/20/11) - Kristen

Wisdom Conversation for March: What Should Congregational Meetings Accomplish

Wisdom Conversation for April: Who Does What for Stewardship

JOB DESCRIPTION: UUCA BOARD TRUSTEE

Draft 01-05-2011

The Big Picture

Members of the congregation are the ultimate authority for UUCA.

Our elected Board of Trustees conducts the business of the congregation, subject to authority granted under bylaws, and acts on behalf of the congregation to further its mission.

The Board provides the connection between the Congregation and the Executive (Senior Minister and his/her staff), with responsibility for reviewing the work of the Executive as well as establishing policies that guide that work.

Service on the Board is... a labor of love, a responsibility, a gift of your time and skills, an opportunity to deepen your physical and spiritual connectedness to the congregation.

Current Board Members (twelve):

Term Expiring:

-Marshall Orson, President

-Penni Dudley

-Kristen Indermark

-Dem Kilmer

Term Continuing:

-Ellen Beattie, President Elect

-Clarke Weeks, Finance Trustee

-Conrado Marion-Landais

-Larry Moore

Board term

The commitment is two years, May 2011-May 2013. Board members may serve up to five consecutive years, upon invitation of the Nominating and Leadership Development Committee (NLDC) and re-election by the congregation.

Date and duration of Board meetings

- Monthly meeting, typically scheduled for 2 hours (annual budget meeting requires 3).

- New President will work with new Board to determine meeting schedule.

First meeting for new Board

May 2011 on a date after the Congregational Meeting.

Annual Board Retreat

Overnight, 2011 date to be determined.

Other Responsibilities / Time Commitments

Committees

The current Board conducts much of its work through three committees—Finance, By-Laws and Policies, and Congregational Life.

The Board is also represented on other key congregational committees such as Stewardship and NLDC.

While this approach (and the committees) are subject to change, committee work/representation historically involves about 3 hours per month including prep.

Email

A certain amount of Board business is conducted via email, which takes small amounts of time here and there.

Special meetings

- Possibility of special-called Board meeting (atypical)
- Participation in some Town Hall Meetings – usually a couple times a year in advance of the December and May congregational meetings

Sunday Greeting

Traditionally trustees increase visibility by greeting on some assigned Sundays.

General

Board members are expected to be engaged on matters of concern and interest to the Congregation—whether or not specifically represented in policies.

Board work requires individual members to recognize that decisions of the Board are made in the whole and that once decisions are made, the Board must speak in one voice. However, within the process of Board deliberation, it is expected that trustees are prepared to ask questions, offer insights and engage in the review and decision-making processes.

Web links

Link to UUCA web pages: <http://www.uuca.org/us/governance>

And find links from there to: Current Board Members, Board Committees, Agendas and Minutes, Policies and Bylaws.

PROPOSED BYLAWS AMENDMENTS RELATED TO BOARD TERMS

Goals:

- To provide for three-year terms for board members.
- To provide for an even distribution of experience among at-large trustees.

Notes:

- We do not believe any changes need to be made regarding the term of the President-Elect position, because this position has historically been filled by a person with one or more years of prior board experience, resulting in at least a three year term for that person, comprised of a year or more as an at-large or finance trustee, a year as president-elect, and a year as president.

Article IX. Section C1. Trustee of Finance:

- Proposed **change** to the first sentence to read: "A Trustee of Finance shall be nominated and elected by the Congregation for a **three**-year term in accordance with Article VIII, Section A2 of these bylaws."
- Proposed **elimination** of second sentence which currently reads: "No individual shall serve more than two consecutive terms as Trustee of Finance of the Congregation."

Article X. Section B. Board of Trustees – Term

- No proposed change to first sentence of B1, which currently reads: "The President-Elect shall be elected by the Congregation for a two-year term, the first year to be served as President-Elect and the second year as President."
- Proposed **change** to the second sentence of B1 to read: "The Trustee of Finance **shall be elected by the Congregation for a three-year term. Subject to the provisions of Article X, Section B3 of these bylaws,** all at-large trustees shall be elected by the Congregation for **three**-year terms."
- Proposed **change** to section B2, to read: "Terms of at-large trustees shall be staggered **such that the terms of three at-large members shall expire each year.**"
- Proposed **addition** of a new section B3, to read: "If the terms of less or more than three at-large trustees are expiring in any one year, the Congregation may elect one or more at-large trustees for terms other than three years, so as to comply with the requirement of Article X, Section B2 of these bylaws."
- Proposed **addition** of a new section B4, to read: "When vacancies are created in any Board of Trustees positions due to the election of Board of Trustees officers, the Congregation shall, at that annual meeting, elect a person to fill the remainder of the vacated term."
- Proposed **renumbering** of former section B3 to become **section B5.**