

Unitarian Universalist Congregation of Atlanta Board of Trustees Meeting Minutes

January
28, 2010

UUCA is a community of faith that encourages and supports our individual spiritual quests out of which we act together for social justice.

The Board governs through set policies and will act on behalf of the congregation to further the congregation's mission and chosen Ends. Accordingly,

1. The Board is the link between the Executive and the congregation.
2. The Board produces written governing policies that, at the broadest levels, address each category of organizational decision: Ends, Executive Limitations, Board Governance, and Board-Executive Linkage
3. The Board will assure Executive performance in compliance with the Ends and Executive Limitations policies.

Attendance:	<i>Meetings are open and held at UUCA in room 209/210 at 7:00 pm on the 4th Thursday of each month.</i>
Board Members Present:	Laura de Castro, President; Kristen Indermark, Pam Kilmer, Eric Pohl, Joetta Prost, David Smith, Marshall Orson, Ellen Beattie, Cyndi McFarland, Penni Dudley, John Guyton
Board Members Absent:	Gordon Love
Staff Present:	Rev. Anthony David, Julie Lepp
Guests or other congregants present:	Stacy Kottmann
Chalice:	Ellen Beattie
Minutes:	David Smith
Process Observer:	Cyndi McFarland

Laura de Castro called the meeting to order at 7:01 pm.

Information/Actions:	<i>Reports are emailed in advance and further discussed as needed at meeting.</i>
	The UUEF has approved the grant to bring Dr. Miriam Carver to UUCA for a training session. The date has not been finalized.
Minutes from prior meeting:	Distributed via email and approved as revised. Agreed to post December congregational minutes to the website.
Policy Review and Revise: Executive Limitation F (Asset Protection):	<p>Ellen Beattie introduced the discussion of proposed changes to these Board policies, and the board agreed unanimously to adopt the changes.</p> <p>The Executive shall not allow the congregation's assets and property to be unprotected, inadequately maintained, or unnecessarily risked. To this end, the Executive shall not:</p> <ol style="list-style-type: none"> 1. Neglect to maintain appropriate policies for risk management, safety and security, including policies addressing the prevention of abuse of children and adults. 2. Neglect to maintain policies to protect and respect intellectual property, information and records, both paper and electronic. 3. Neglect to maintain a financial internal controls policy, including but not limited to <ol style="list-style-type: none"> a. segregation of duties b. proper authorization c. adequate documentation and records d. or independent checks and audits. 4. Neglect to report to the Board at least annually on the status of the Asset Protection Policies. 5. Withhold a timely notification to the Board of material losses incurred. 6. Allow the congregation, in consideration of Georgia law, to be inadequately

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	<p>insured, against</p> <ol style="list-style-type: none"> a. theft and casualty loss at less than replacement value congregational liability and personal liability of Board members and staff relating to congregational business b. congregational liability and personal liability of Board members and staff relating to congregational business. <ol style="list-style-type: none"> 7. Allow the building, grounds or equipment to suffer from improper wear and tear, insufficient maintenance, or environmental degradation, nor fail to provide for building security. 8. Invest congregational funds imprudently nor use uninsured accounts. 9. Endanger the congregation's public image or credibility.
Finance Report:	<p>John Guyton presented the January finance report. Pending final reconciliation, UUCA ended the year with a \$45k surplus. Expenses for 2009 were \$63k lower than budgeted. UUCA's income met budget. APP income was 7% below budget. The Board discussed how to revise the 2010 budget to repay withheld salaries and pension payments totaling about \$21k. The Board finance committee is reviewing financial management policies, structures, and competencies. The Board finance committee is recommending hiring a financial management consultant who is to conduct an assessment. The Board voted unanimously to authorize the Executive to repay withheld salaries and pensions from 2009 contingent on approval of the Finance Committee.</p>
Board Policy Review:	<p>The Board agreed unanimously to revise the following policies:</p> <p>II. C. Compensation and Benefits The Executive shall not set employment terms, compensation, and benefits to employees, consultants, and contract workers above the financial means of the congregation. The Executive shall not set compensation and benefits below fair compensation without a plan to reach fair compensation that is within the financial means of the congregation.</p> <p>II. D. Annual Budget The budget shall not risk financial jeopardy nor deviate from the congregation's Bylaws, Ends policies, or the Long Range Plan. Accordingly, the Executive shall not allow budgeting which:</p> <ol style="list-style-type: none"> 1. Plans expenditures that exceed projected revenues for the budget period. 2. Omits income from any source or expenses of any type without Board approval. 3. Omits parallel presentation of projected year-end actuals of current fiscal year. 4. Omits budget assumptions or multi-year commitments for any line item. 5. Assumes unrealistic projections of revenue, expenses, or cash flow. 6. Insufficiently funds items in IV.G. Cost of Governance policy. 7. Is presented to the Board in full draft later than three months prior to the end of the current fiscal year.
Bylaws Team:	<p>Laura de Castro introduced a discussion of changing the Bylaws to allow absentee voting in congregational meetings. The Board brainstormed a vision of congregational meeting success and agreed that more exploration of absentee voting should proceed.</p>
Executive Report:	<p>Rev. David presented the executive report, assisted by Stacy Kottmann, who is advising the Executive in preparation for hiring an Executive Director. Rev. David and the Board discussed hiring an accounting consultant to study financial procedures and workflow</p>

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	and to help prepare for transitioning to an Executive Director. Mr. Kottmann presented an analysis of the 2010 Stewardship Drive.
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The meeting adjourned at 9:34 pm.

Board Retreat June 11-12