

Minutes of the UUCA Board of Trustees November 18, 2014

Attending

Board Members: Christian Harden, Cindy Hoffner, June Lester (presiding), Howard Lewis, Melissa Marion-Landais, Karen Martin (recording), Bill Mengel, Laura Murvartian, Grier Page, Marie Palena, Amelia Shenstone
Staff: Senior Minister Anthony Makar, Interim Associate Minister Jane Thickett, Business Administrator Clark Thomas

Guests: Charles Forrest, Kay Johnson, Usman Mirza, Bailey Pope representing the Facilities Study Team

Absent: Erin Stanfill

June called the meeting to order at 7 p.m.

Spirit & Community

Chalice lighting: Melissa lit the chalice with words she composed for the occasion.

Introductions and Welcoming Guests: Members, staff, and guests were welcomed. Guests were introduced by Bailey.

Announcements: June made announcements as listed in the agenda. Members were reminded to sign up for the Town Hall meetings online.

Circle of connection: What does 1911 Cliff Valley Way mean to you? Responses included community, second home, frustration with the actual address, and not particularly attached to the building itself. This month's *Thank You* cards were written to Jackie Spierman for her work on the Fun 4 Funds Auction and Jeff Nickerson and Dorothy Green for their work on the Bakery Table.

Board Education

Facilities Study Team: Baily reported that the Facilities Study Team has been engaging with as many groups as possible to solicit input into their work. Their process has three parts: Discernment, Evaluation, and Recommendations. Their guiding question is what facilities will help our Community realize its goals. They intend to analyze what we have, evaluate it, update where able, and report back to the Board. They are asking each group about its mission and how it fits into our Ends. The Team had a good meeting with the Children's Ministry Team on November 17. Bailey asked the Board to comment on what would be an ideal facility in terms of arrangement, space, equipment, location etc. as it applies to the work of the Board. Comments included:

- Comfortable meeting space for 15 to 20 people including good audio-visual and teleconferencing capability
- Desks/tables for small group teaming areas
- Web conferencing including video

The Board was asked to comment on general feelings about the facilities. Comments included:

- We are not currently as accessible as we could be, .e.g. rails in the aisles in the sanctuary and more help for visual and hearing impaired.

- We would love Smart Boards in classrooms for all ages.
- We should be more accessible by public transportation.
- We should be more environmentally friendly, living our Principles, setting an example. Conversation continued about building something new vs. remodeling/retrofitting.
- We would like better facilities for screening films.
- We have an immediate need to develop a process for the emergency evacuation of any persons using a wheelchair at the upper level.
- We should have a presentation/performance space.
- We should find ways to integrate into the local community by offering after school programming, lock-ins, parent's night out, teams/clubs etc. to draw people to us and support the community.
- Many people like the round sanctuary.
- There was conversation about locating downtown vs. here vs. other suburb.

The Board was asked to imagine that we got a \$5 million gift to the Congregation. What would we want to do with it? Comments included:

- Make ourselves easily visible from the interstate highway.
- Update the look of the sanctuary. It is too drab and out of date.
- Build a multi-level parking deck and build a new sanctuary on the creek end of the parking lot with a view of the creek.
- Pay off our debt.
- Put up billboards to advertise UUCA and Unitarian Universalism.
- Build a learning center and activity center.
- Take back the space rented to the preschool.

Kay distributed an interim report from the Facilities Study Team to the Board. The Team plans to hold a meeting for the Congregation in the sanctuary in January.

Decisive Action 1

Approval of Minutes of October 2014 Meeting: June confirmed that approval of the minutes of the October 2014 meeting came via email.

Need to Know

Executive Report: Rev. Makar reviewed the Executive Report sent to the Board via email. The Board had no questions. Rev. Makar highlighted:

- We had 38 people attend the Beyond Categorical Thinking workshop on Saturday, November 15.
- The Picture Directory will be published in January.
- Jessica Seales and Rev. Makar are updating the Groups Policy and the Volunteer Manual.
- We have hired consultant Dan Hotchkiss to come in to work with us on February 8-11.
- Rev. Makar has accepted supervision of a ministerial student from Meadville-Lombard. It is a three year process. The first year will entail monthly conversations and support. The second year, the ministerial student will work 20 hours a week at UUCA. The third year, the student will take on more of a leadership role at UUCA. Rev. Makar is now a Teaching Pastor with Meadville-Lombard Seminary.
- Rev. Makar announced three additional staff transitions.

- He is going to hire a Facilities Administrator to oversee the facilities, maintenance, rental, and space scheduling. This is a 20 hour a week position and is a new title for what we previously conceived as the Office Assistant position.
- Erian Wright has submitted her resignation due to a job advancement opportunity elsewhere. She is with us until January 15. We are searching for a new Communication and Marketing person who will at least initially be supervised by Rev. Makar and who will overlap Erian for a week of training.
- Clark Thomas has submitted his resignation. He will be with us until January 16. This position will be advertised as Director of Administration rather than Business Administrator in order to attract the level of expertise we need. We expect a new hire by mid-January.

The Work of the Board

Board's role in promoting anti-racism, anti-oppression & multiculturalism as a core value at UUCA: What impact does our building have on various cultures? This conversation was omitted due to time constraints; however, some aspects were discussed during the Facilities Team conversation.

Ad Hoc Rev. Makar Letter of Agreement Review Committee: A draft of the edited Letter of Agreement was sent to the Board prior to the meeting. Board comments were emailed to Christian. The committee will meet Sunday, November 23, to discuss comments and complete their draft. They are requesting comments from Rev. Makar. The final version will be negotiated with Rev. Makar.

Congregational Life Committee: Bill expressed concern that although the survey has been posted on the website, it may be hard to find. They are looking into a more prominent placement. He will speak with Erian. The committee is continuing to look at the Ends Statements. They do not anticipate recommending any big changes.

Planning, Evaluation, and Monitoring: PEM has reviewed Executive Limitation (EL) L, Executive Wellbeing. Rev. Makar reports that he is out of compliance on this EL due to insufficient professional expense funds preventing him from attending gatherings with ministerial colleagues. PEM agrees with the finding but recognizes the financial constraints of the budget and hopes the Executive will find ways to meet his wellbeing needs within the budget. PEM also reviewed EL J, Support to the Board. Rev. Makar reports that he is out of compliance because some financial reports have been late due to staff turnover. PEM agrees but finds that now that staff has settled in, we are back in compliance. PEM also conducted a delayed review of EL C, Fair Compensation. This review was originally scheduled for July, but could not be conducted at that time because the staff reconfiguration created a need for some changes to the plan. EL C requires the Executive to update the Fair Compensation Plan before the budget is developed, and PEM found that an attempt was made to do this in May prior to the staff transitions, and then post-staff-reconfiguration revisions were made just prior to this Board meeting at which the budget would be discussed. The narrative and Fair Compensation spreadsheet have been updated but PEM has not yet had an opportunity to review the spreadsheet. In order to allow time for a thorough review of the Plan, there will be a follow-up in February.

PEM has set up a Google drive to house final reports between PEM and the Executive and provided access to the Board.

Bylaws and Governance: Howard explained that the review of the Ministerial Letter of Agreement has brought up a discrepancy between the bylaws and the letter. The Letter provides for "Termination for Cause" but the bylaws make no reference to termination for cause. The current language for Article XIII A 4 is as follows.

4. Termination (a) A Senior Minister shall give a minimum of two months' notice when resigning, unless waived by the Board of Trustees. (b) A Senior Minister may be dismissed only by majority vote, by secret ballot, of the voting members present at a business meeting of the Congregation called for that purpose. In the event of a vote to dismiss, the Senior Minister shall be given a minimum of three months' notice, or, in place of notice, a minimum of the equivalent of three months' salary.

The Bylaws and Governance Committee recommends the following additions (in italics) to the bylaws, which separates the current (b) into sections (b) and (c).

ARTICLE XIII. THE MINISTRY

Section A. Senior Minister

4. Termination

(b) A Senior Minister may be dismissed only by majority vote, by secret ballot, of the voting members present at a business meeting of the Congregation called for that purpose. *Should a consideration of "dismissal for cause" (as defined in the letter of agreement) arise, the Board may immediately suspend the Senior Minister in advance of a decision by the Congregation.*

(c) In the event of a vote to dismiss, the Senior Minister shall be given a minimum of three months' notice, or, in place of notice, a minimum of the equivalent of three months' salary. *However, in the event of a vote of the Congregation to dismiss the Senior Minister for cause, as defined in the letter of agreement, the Senior Minister is not eligible for three months' notice or for severance pay.*

The motion of the committee was voted on and passed unanimously.

Discussion of proposed Board Policy changes to EL C, Compensation and Benefits, was deferred due to time constraints.

Finance Committee: Grier reviewed documents previously emailed to Board members and explained our present financial status. Payments on pledging are going very well. Plates are also doing well. We were behind on fundraising but the Fun 4 Funds Auction made \$23,000, which will show up on the November reports. Overall, we are far ahead on income. We may not have as strong a November and December as we have had in the past because many pledgers have already paid in full and even paid extra. We may end up with a significant surplus, which we will have available to spend or allocate, but that is not included in the projected 2015 zero basis budget. Expenses are under control. Salaries are on target. Gas is a little over budget due to cold winter but electricity is down some. FFE has some money left that the staff have set aside in case there is an urgent need to replace the server, which is reaching the end of its serviceable life. Server is backed up. A member asked how money for Hope-Hill School is used. Clark explained that it is typically used to reimburse volunteers for materials and supplies used in the program. We also have some money in the New Initiatives Fund that is not yet spent. Grier also reviewed the Balance Sheet and Reserve Accounts.

The Finance Committee is working on language to explain the zero basis budget to the Congregation. It is a more standard fiscal practice where expenses equal income with no inclusion of surplus funds from the prior year in the projected budget. Grier reviewed changes made to the proposed 2015 Budget since it was presented to the Board in October.

His report included the following: We have a very conservative budget that assumes a 1% increase in income over last year rather than the original 4% increase. The budget is based on an expectation of 95% of pledges being paid. Because pledges are coming in slowly, we have had to adjust some items down since the original budget proposal in October. We have budgeted about a 3% cost of living increase for most line items. Some funding has been reduced in Music, Worship, and Denominational Affairs as well as several other areas. The Board suggested a move of \$1,851 from FF&E to Denominational Affairs to bring us back up to our 2014 level for denominational dues. We have budgeted a 1.8% cost of living increase to staff salaries. Professional expenses for the ministers will increase from 4% to 6%. We have budgeted salary, benefits, search and moving expenses for our new Associate Minister.

The budgeted income is based on the following assumptions based on 2014 actuals: Plate income increases by 6%. Kroger fundraising is down. Bakery sales are up. Space rentals are up. Fundraising is up. If more pledges come in between our meeting time and the Congregational Meeting on December 14, the Finance Committee will make a motion from the floor to amend the distributed budget, as needed.

The motion from the Finance Committee to recommend the budget for approval by the Congregation passed unanimously.

The Board discussed possible uses for any 2014 surplus funds. Suggestions included:

- Bonuses to staff
- Pay off APP loan from the Endowment Fund
- Increase payment of UUA dues
- Computers for staff
- Staff member requested additional professional expense funds
- Repair to parking lot
- Increase FF&E budget

Grier will put a plan together and send it out to the Board for comments.

Decisive Actions II

Vote on proposed 2015 budget: See Finance Committee

Vote on proposed Bylaws change, Article XIII A. 4.: See Bylaws and Governance

Closing

Observer's Insights: Laura shared observer's insights.

Extinguishing the Chalice: Melissa extinguished the chalice with words that she composed for the occasion.

Next Meeting: December 16, 2014

Meeting Host: Howard Lewis

Chalice Lighter: Cindy Hoffner

Process Observer: Bill Mengel

Above Board [*due December 14*]: Bill Mengel

Upcoming Committee Meetings:

- Bylaws and Governance:
- PEM Committee: December 1, 7 p.m.
- Finance Committee: December 15, 7 p.m.
- Congregational Life: December 14, 10 a.m.

June adjourned the meeting at 8:41 p.m.