

CLUUC BOT MEETING MINUTES – 10/16/12

**ATTENDANCE:**

Present: Don Bliss (Chair-Elect); Kate Curtis; Betsy Devlin-Foltz (left early); Debbie Scott Goodwin (Secretary); Stewart Grubman (Asst Treasurer); Michael Murray; Ariel Mora; Rick Offner (Treasurer); Tim Persons, Sandy Shaw (Chair); Vicky Strella; John Wing

Absent: Anne Fretz (Asst Secretary);

Staff Present: Rev. Evan Keely; Rev. Heather Janules, Sara Deshler (Church Administrator)

Staff Absent: Karen Lee Scrivo (Interim DRE)

**Opening:** The meeting convened at 7:00 pm. Board members read the BOT Covenant out loud and each offered a brief “check in” on recent events in his or her life.

Board members briefly discussed the Introduction and first chapter of the book, Serving with Grace, Lay Leadership as a Spiritual Practice, by Erik W. Wikstrom, which was previously provided to all Board members. It was agreed that all should read the second chapter, “Self-Discovery”, beginning on page 11, for discussion at the November meeting.

**Consent Agenda:** Sandy explained that the consent agenda will contain items that require no action by the Board other than approval. In regards to Board liaison reports, the author should end the report with Action Items, indicating that the report should not be on the Consent Agenda. If there are no Action Items, that should be indicated at the end of the report and the report will be put on the Consent Agenda. Any board member can request that an item be removed from the Consent Agenda for discussion.

After discussion, it was determined that the following items should be removed from the Consent Agenda: (a) approval of the BOT September 18, 2012 minutes; (b) the report of the Interim Senior Minister; (c) the Personnel Committee liaison report; (d) the Worship Committee liaison report, and (e) the Senior Minister Search Committee report since none was received prior to the meeting.

The Consent Agenda therefore contained the following items:

1. The Associate Minister’s monthly report
2. The Church Administrator’s monthly report
3. The Interim Director of Religious Education’s monthly report
4. The liaison reports for Social Justice Council, Facilities Committee, Partner Church Committee, Adult Programs Committee, Member Services Committee, the Alliance, Music Committee, Religious Education Council, Leadership Development and Nominations Committee.

All of these reports had been previously sent electronically to the Board list serve.

**Debbie Goodwin moved, and John Wing seconded the approval of the Consent Agenda; it was approved by a unanimous voice vote.**

**Treasurer's Report:** Rick Offner distributed the Financial Report as of 9/30/12 (**Appendix A**) and stated that he and the Finance Committee are keeping a close watch on the pledge drive shortfall which will have to be dealt with in the next few months. He pointed out that a number of new members have joined over the last few weeks and that attendance at worship and in RE are increasing, as compared to last year. He reviewed the income and expenses on the Financial Report.

Rick then discussed a draft entitled CLUUC FUND ACCOUNTS, dated 10/5/12. (**Appendix B**) These accounts show on the balance sheet as either equity funds (assets) or restricted net asset funds. He stated that, in regards to the Contingency Fund and other funds, it is not clear what the policy is on how to use these funds. The Capital Reserve for Emergencies fund is money transferred from capital reserves into the operating budget; this also needs a policy. These funds have been set up, but authority for spending them is not clear. Rick stated that the Financial Task Force is still working on this and will come to the Board with policy recommendations on these funds. There needs to be a defined process for how funds are set up and how the monies are expended.

Rick further reported that the Financial Task Force (FTF) determined that there is no policy on how the church's budget is developed. The FTF has developed principles for a budget process (**Appendix C**). He stated the intention is to have all chartered committees income and expenses included as part of the overall budget of the church. The goal is to have clarity in the budget process.

In regards to the membership number update, Rick provided a two-page document entitled "What is the definition of a Cedar Lane UU Church Member?" (**Appendix D**). This deals with advice from the UUA on the subject, as well as the appropriate language from the CLUUC Articles of Incorporation and Bylaws. The conclusion is that the definition of a member is: *A person 16 years of age or older who has signed the congregational membership roll and made a financial contribution to the CLUUC operating fund of at least \$100 in the past twelve months or obtained a hardship exemption from making the financial contribution from one of the ministers.* Rick also handed out a worksheet to be used for calculating the total number of members (**Appendix E**). He stated that the current accurate member number is between 716 and 720; the Senior Minister Search Committee used 719. This worksheet should be used by the staff to calculate the appropriate number. Board members asked that the number of "friends of Cedar Lane" be added to the worksheet, i.e. those people who have pledged and made financial contributions but have not signed the membership book. It was also requested that a line be added on the worksheet to indicate the number of hardship exemptions that have been granted by the ministers. The worksheet should be completed that provided to the Board at the November meeting.

**Governance by Policy Task Force (GBPTF):** Debbie Goodwin reported that the GBPTF has met three times since the last Board meeting and has interviewed two consultants to work with CLUUC in converting to governance by policy. After careful considerations of written proposals by both consultants, interviews, and reference checks, the GBPTF asked that the Board grant them the authority to negotiate a contract with Dan Hotchkiss of the Alban Institute for an amount up to \$15,000. This amount is to be inclusive of travel expenses and will cover the time period from January 2013 through June 2014. The contract will include specific deliverables including in-person meetings at CLUUC with the Board and the Task Force, a congregational meeting about governance by policy, and consultation with the Board and/or the Task Force on the timeline of the governance change, plans for communication with the congregation, the structure of the executive function, changes in the committee structure, and related matters associated with governance by policy; it will be negotiated by

Sandy Shaw and Bill Zellmer from the Task Force. After discussion by the Board as to where the money would come from for this expense and recognition that it would need to come from one of the funds listed on Appendix B, the Board passed the following motion:

**The Board of Trustees grants the Governance by Policy Task Force the authority to negotiate a consulting contract with Dan Hotchkiss of the Alban Institute for an amount up to \$15,000. This amount is to be inclusive of travel costs and is to cover Dan Hotchkiss' service to CLUUC in FY13 and FY14 (January 2013 through June 2014). (Motion made by Debbie Goodwin, seconded by Vicky Stella; passed by unanimous voice vote.)**

**Interim Progress Appraisal:** Michael Murray shared the latest version of this document that is required by the UUA for churches with an interim minister. The document was discussed and after editorial changes were received from Board members, **the report was unanimously accepted by a voice vote (motion made by Michael Murray, seconded by Rick Offner).**

The Board discussed the advisability of making this document public to church members. It was decided that Michael will contact Keith Krohn of the UUA for advice on this.

**Rummage Sale:** In regards to the church rummage sale which was held on September 22, 2012, the report received from Holly Parker, chair of the sale, had been distributed electronically to Board members in advance of the meeting (**Appendix F**). The Board passed the following motion:

**The Board of Trustees accepts the report submitted by Holly Parker on the 2012 Cedar Lane rummage sale and approves the recommendations contained in the report. The Board further commends and thanks Holly for her excellent work on the rummage sale. (Motion made by Debbie Goodwin, seconded by Michael Murray; approved by unanimous voice vote.)**

**Facilities Upkeep:** In regards to the sound system improvement project, Stew Grubman stated that two years ago the Board determined that this project was a priority; it has now been determined that making these improvements will cost more than was previously thought. The Facilities Committee's request for an additional \$25,000 for this project (above the \$20,000 in this year's capital budget) was turned down by the Finance Committee. The Facilities Committee needs to present a written proposal with more concrete information on what the various phases of this project will include and what the costs will be for each phase.

Regarding the mold that has been found in various rooms in the church buildings, Sara Deshler reported that carpet has been or will be removed in some of the rooms, tile work that was done after carpet removal was not done properly, and several rooms have been out of service (unusable) for an extended period of time. It appears that mold abatement and remediation are needed. Gerry Castillo, our new Building and Grounds manager, will be looking into this further.

Due to the Presidential Debate to be televised this evening, the Announcements and Closing Words were dispensed with and the meeting concluded at 8:50 pm.

Respectfully submitted,

Debbie Scott Goodwin  
Secretary

Appendix A – Treasurer’s Financial Report for October 2012  
Appendix B – CLUUC Fund Accounts  
Appendix C – Financial Task Force minutes from 10/4/12 meeting  
Appendix D – What is the definition of a Cedar Lane UU Church Member?  
Appendix E - Criteria for Membership Estimation  
Appendix F – Report for the Board on the 2012 Cedar Lane Rummage Sale

**Outstanding Issues:**

From 6/19/12:

- It was suggested that the Board manual should be an electronic document and not in hard copy format in binders.
- A resolution on Congregational Surveys Procedure was withdrawn in the interest of time; it should be taken up at a future meeting. Sandy Shaw will check with Bonnie Beavers, former BOT chair, to determine where a copy of the resolution is available.

From 8/21/12:

- Before July 1, 2013, the congregation should be notified of the increase in the minimum contribution from \$100 to \$125, which will be effective July 1, 2013.
- A list of members, noting their eligibility to vote, should be produced in advance of the congregational meeting when the vote on a new senior minister will be taken.

From 9/18/12:

- The Committees Roundtable should be used to discuss governance by policy. Committee chairs could submit a brief summary of what their committee is doing in advance in writing to be shared at the Roundtable, but the majority of the time would be used to educate chairs about GBP and solicit their feedback.

From 10/16/12:

- Minutes of September 18, 2012 need to be discussed and acted on.
- Two proposals in the Interim Senior Minister’s monthly report dated 10/16/12 need to be discussed & acted on (professional expenses allotment for both ministers; coverage of Heather’s January – March 2013 sabbatical).
- Three action items in the Personnel Committee liaison report dated 10/7/12 need to be discussed and acted on.
- Charter revisions highlighted in the Worship Committee liaison report dated 10/12/12 and 10/15/12 need to be discussed and acted on.

**Dates to Remember:**

- Sunday, October 28, 4 pm: Ordination of Glenn Farley
- Committees Roundtable (date TBD)
- Saturday, Nov. 3, 2:00 pm: Kiplinger Lecture
- Harvest the Power Workshop: November 10-11
- Next BOT Meeting: Tuesday, November 20, 7:30 pm (closing words: John Wing)