

Unitarian Society of New Haven
Minutes of the Meeting of the Board of Trustees
June 9, 2016

Accepted July 14, 2016

Board Members Present: Mary Donohue, Daniel Gelperin, Holly Hawkins, Mary Losee, John Manning, Bernice Marie-Daily, Pamela Miller, Suzanne Miller, Bobbi Pace

Board Members Absent: Russell Heinrich

Also Present: Georgia Jennings, Megan Lloyd Joiner, Peggy Myers, Kathy Garner, Carol Cheney, Pat Trotta

H. Hawkins called the meeting to order at 7:04 pm and P. Miller recorded the minutes. A quorum of Board Members was present, and the meeting proceeded with H. Hawkins presiding.

Gather

Opening Words were spoken by H. Hawkins, "Make new friends but keep the old". Attendees introduced themselves and then read the Board of Trustees Covenant. Our thanks to the new members for coming to this meeting.

Meeting Preparation for this evening

There were no changes to the meeting objectives outlined in the agenda. The only change to the agenda was the addition of an executive session.

Assess the Past (Monitoring)

a. Management Team Report for past month

The Executive Limitations Monitoring Report was presented by G. Jennings. This report is attached at the end of the minutes.

Discussion of the report included the following:

Laurel Grey will not return as membership coordinator due to health issues.

During Spring Cleanup, a memorial tree was replaced because of poor drainage which killed the original tree.

The MT was asked whether we can find out what we learned from the experiment with personnel. MT will prepare a document to record our learnings.

b. Ends Report

M. Lloyd Joiner presented the Ends report, which is attached at the end of the minutes.

Discussion of the report included:

There is a need to settle on the difference between lay ministry and caring community. M. Lloyd Joiner feels good about the visibility of the lay ministry. She has been thinking about how people are asked to give time. It would be good to beef up some committees by encouraging service.

The Affirmations class did a wonderful service with many people in attendance.

Would it be possible to open the front door at 9:15am for those who might want to come for meditation without music? It will depend on logistics which need to be reviewed.

Copies of minutes from committees could help M. Lloyd Joiner become more aware of what is happening at USNH.

c. Finance Report

The Finance Report was presented by M. Losee.

Income was \$575,725

Expenses were \$577,110

We were in deficit by \$1385. July 1st is the start of a new fiscal year.

d. June 5 congregational meeting – Feedback

The consensus was that it was a good meeting. The pre-meeting had been very helpful. It was also very helpful to have sufficient funds for the budget. People are beginning to understand the role of the management team. Policy governance is helping. The question was called as someone was about to speak, which was an unfortunate occurrence.

Create the Future & Learning

a. Reports from working groups

The roles of the working groups were defined for the new members. We need to have volunteers join the working groups as other members leave the Board.

i. Governance – This group prepares new policies and interpretations for the Board. An example was the cash management policy that was established this year.

ii. Linkage – This group focuses on the role of the Board in measuring ends. It surveys the congregation and holds small meetings.

The next focus will be membership. A meeting to plan it has not been scheduled.

iii. Monitoring – This group creates metrics for policies. It drafts initial interpretations for Board policies.

The group recommends that a job description for MT members be established by policy and suggests that a policy be created to require rotation to be sure that there is adequate coverage. The interpretation of policy 3.1 will need to be on the agenda for August.

- iv. Bylaws – Much of the work has been completed, but we still have to set up dates to meet with the congregation in preparation for a vote on the proposed changes at the fall meeting.

Discussion turned to orientation for new Board members:

Will the orientation include an introduction to policy governance? Getting started with policy governance by Caroline Oliver is a good introduction.

Can we pull together bullet points for new members? We need a discussion to allow questions and answers, list recommended reading, etc. We will build on that in a retreat.

Unity Consulting videos were helpful. Can we get a license to use them again?

D. Gelperin and B. Pace will meet with new members on policy governance.

Board Meetings are the 2nd Thursday of every month, from 7 – 9pm. Executive committee meetings are on the 1st Thursday of the month, but this may change.

A Doodle poll will be sent out for the retreat schedule.

- b. Continue policy interpretation – 1.7

G. Jennings presented the interpretation of Policy 1.7 Asset protection which is attached at the end of the minutes.

A question was raised about insurance: Does the Church Mutual insurance policy cover embezzlement? G. Jennings will contact the insurance agent for clarification. The interpretation should be changed to reflect the concern over the use of the word malfeasance.

MOTION H. Hawkins to accept the interpretation of policy 1.7 with the addition of the definition of malfeasance to mean wrongful acts; **SECONDED B. Marie-Daily**;

PASSED unanimously, with 0 opposed, 0 abstentions.

Consent Agenda

- a. May 12 BoT minutes
- b. June 5 Congregational Meeting Minutes

The June 5 Congregational Meeting Minutes were not ready at the time of the Board meeting.

MOTION – B. Pace, to approve the consent agenda consisting of the May 12 BoT minutes; **SECONDED – M Losee**;

PASSED unanimously, with 0 opposed, and 1 abstention.

Announcements

- a. June 19 – Randall's ordination

M. Lloyd Joiner informed the Board that the ordination will take place during the 11:15 service on June 19, 2016. A stole is being made by Carol Stockton. The service will be a combination of flower communion and ordination.

- b. Possible dates for a retreat are September 17 or 18 or August 27.

MOTION – M. Donohue, to go into executive session; **SECONDED** M. Losee;

PASSED unanimously, with 0 opposed, 0 abstentions.

The Board came out of executive session at 8:50 pm.

Thank-yous

a. Carol Stockton – stole for Randall

S. Miller used Sendoutcards.com to distribute thank yous for the Board. P. Myers has offered to do this in the new year.

Adjournment

MOTION – M. Losee-, to adjourn; **SECONDED** B. Pace;

PASSED unanimously, with 0 opposed, 0 abstentions.

The meeting was adjourned at 8:55 pm.

Attachments:

Executive Limitations Monitoring Report to Trustees

MT Ends Report

Policy 1.7 Interpretation

UNITARIAN SOCIETY OF NEW HAVEN

EXECUTIVE LIMITATIONS MONITORING REPORT TO TRUSTEES
Management Team – June 9, 2016

We are a diverse, multi-generational faith community that
- inspires lives of compassion and generosity
- nurtures spiritual growth
- cultivates transformative connections, and
- creates a more just world

1. Recognizing

Policy 1.3: With respect to treatment of staff/volunteers, the Management Team may not act in a manner inconsistent with UU Principles or cause or allow conditions that are inhumane, unfair, or unprofessional.

The Management Team Reports that

- Operations manager Lewis Eisenberg was released due to budget constraints. Further staff changes will be considered for the coming year. Properly sizing our staff to our budget and our needs will be ongoing.

- We are awaiting the recovery of Laurel Gray before we know her status for the membership coordinator position in the coming year. The management team has continued funding for this position.

2. Recognizing

Policy 1.4 ...Management Team may not:

- a. Recommend compensation and benefits that create obligations over a term longer than revenues can be safely projected.*
- b.*
- c. Establish current compensation and benefits that deviate materially from the non-profit, geographic, and professional market for the*

a.skills employed

and

Policy 1.5 ...the Management Team may not...cause or allow fiscal projections that:

- a. Contain too little detail to enable reasonably accurate projection of revenues and expenses, separation of capital and operational items, and disclosure of planning assumptions.*
- b.*
- c. Deviate materially from Board-stated priorities and requirements (see Ends policies) in its allocation among competing fiscal needs.*
- d.*

and

Policy 1.5.1: The Management Team shall not fail to:

- a. Use realistic assumptions of income and expenses when creating budgets.*
- b. Create an annual operating budget for congregational approval at the Annual Spring Meeting of the Society.*
- c. Create an annual capital budget with the means to pay for one to present for congregational approval at the Annual Spring Meeting.*
- d. Consider multi-year financial projections and events that affect future operating income and expenditures and future capital expenditure requirements.*

and

Policy 1.5.2.2: The Management Team shall not fail to establish a capital fund for planned and unexpected facility and equipment expenses.

The Management Team reports that

-An informational meeting on the proposed budget was held on 5/29/16 to answer questions and for discussion. At the congregational meeting on 6/5/16 the \$635,110 budget for 2016-17 was approved.

- As of June 7, 2016, we have 208 pledges in at \$440,099. About 20-30 pledges are still outstanding.

- The Annual Report of the committees was compiled and submitted to the board and congregation.

- Pursuing the approved capital budget, contracts have been signed for the oil to gas conversion (Environmental Engineering at \$57,000), replacement of the chancel flooring (Ungers at \$3968), and repair of the concrete steps (New England Stone Technology at \$2,700). The roof replacement contract is pending.

3. Recognizing

Policy 1.7 The Management Team shall not allow the assets of the Society to be unprotected, inadequately maintained, inappropriately used, or unnecessarily risked.

And

Policy 1.7.2: The Management Team shall not fail to assure that:

The buildings and grounds and equipment are maintained to allow continued value and use.

The Management Team Reports that

The LED lighting improvement was completed by Lantern Energy last month. The UI review of the project found that we were overcharged by about \$4,000. So we received a new lower contract for the work completed of

- \$14,864 with a payback in 3.4 years instead of 4.1 years, and the monthly payments start out with a \$50/month gain for us. Sweet!
- The second outside Spring cleanup was completed on 5/21. Mulch was spread by all. Replacement trees were bought and planted in the parking lot circle and to the right of the front door. Terry Durham, Terry Vidal, Patrick Korth, and John Walsh completed a fallen wood cutting and removal project for USNH.
- A meeting with Architect George Buchanan was held to discuss his recommendations for the front doors and lobby. Replacement of the doors and upgrading the security are being pursued.
- The E&L committee has requested, and the MT has agreed that the MT will take responsibility for managing the Senn funds which will be transferred from the Schwab account.

4. Recognizing

Policy 1.8: ...The Management Team may not: Fail to advise the Board if, in the Management Team's opinion, the Board is not in compliance with its own policies on Governance Process and Board-Management Team Delegation.

UNITARIAN SOCIETY OF NEW HAVEN

ENDS MONITORING REPORT TO TRUSTEES
Management Team – June 9, 2016

We are a diverse, multi-generational faith community that
- inspires lives of compassion and generosity
- nurtures spiritual growth
- cultivates transformative connections, and
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AMONG

USNH is a congregation of welcome and connection, where people of all ages:

** Treat one another with respect*

** Give and receive support in times of joy, sorrow and transition*

Over the past month, Rev. Megan and the Lay Ministry Team have provided support to multiple individuals and families for loss and illness. We are working to streamline provision of meals and rides.

Lay ministers have been reading joys and sorrows in the service and have reported that members and visitors have approached them after the service. We see this as a result of visibility in the service.

** Give generously of ourselves and our resources*

Stewardship Progress Report:

As of June 7, 2016, we have 208 pledges in at \$440,099. About 20-30 pledges are still outstanding.

The MT is brainstorming ways to strengthen USNH committees. We see committees as key to our work and our ability to delegate operational tasks. The committees we are currently focusing on are: Membership, Finance, Personnel. We want to encourage service to USNH while making such service a spiritual practice and allowing USNH to function effectively and efficiently.

** Embrace diversity*

A small group gathered to watch a UUA webinar on “How to engage the gifts of the aging congregation.”

** Engage in life-long learning*

The Small Group Ministry Steering Committee hosted a gathering of congregational representatives interested in Small Group Ministry on June 4, 2016.

WITHIN

Respecting different spiritual journeys, the people of USNH find inspiration and a safe place to

** Develop our best selves*

- * *Grow spiritually*
- * *Live with more joy and open-heartedness*
- * *Experience a connection to something larger than ourselves*
- * *Find meaning and purpose in our lives*
- * *Articulate our Unitarian Universalist identity*

On 5/13/16, the 8th Grade Affirmations class celebrated their Coming of Age Service. The seven members of the class were welcomed into membership.

Worship Report:

May-June Worship Attendance:

Music and Meditation: ~12-15

11:15am Service: 160-182

The 10am-10:30am Music and Meditation service continues to be popular with positive feedback from those who attend. Bill will not continue the service during summer months, but we expect to resume a meditation service in the fall at 9:15am.

Summer Services begin June 26. All lay-lead summer services are filled. Rev. Megan will preach five times during the summer.

BEYOND

*The people of USNH, together and with our partners, act on our values in the larger world.
We:*

- * *Advance justice in our community and beyond*
 - * *Develop new understanding of ourselves and others through our justice work*
- A Sacred Conversation event with Dixwell UCC was held at USNH on May 21, 2016. A majority of USNH members were present. The Anti-Racism Team is currently evaluating and revisiting their work, including the partnership with Dixwell. Rev. Megan and Lurline DeVos, chair of the Social Justice Council will attend the Anti-Racism Team meeting on June 14.
- * *Expand our understanding and awareness of social and environmental issues*
- Bishop John Selders preached on May 15, 2016 and challenged the people of USNH to "have courage" when it comes to social and racial justice work.
- * *Strengthen Unitarian Universalism*

Respectfully Submitted by Rev. Megan Lloyd Joiner

1.7 Asset Protection

The Management Team shall not allow the assets of the Society to be unprotected, inadequately maintained, inappropriately used, or unnecessarily risked.

1.7.1 Insurance

The Management Team shall not fail to assure that:

- a. The building and its contents are insured against losses from fire, wind, flood, theft and vandalism.

Property Liability Insurance on the USNH buildings and contents shall be purchased and renewed on an annual basis. Timely payment of insurance premiums shall be made to prevent gaps in coverage.

- b. The officers, Board, Management Team and staff have professional liability insurance.

Professional liability coverage protects against lawsuits which claim that people as individuals or collectively have used bad judgment, have a conflict of interest in decision making, or have used funds improperly. (It does not protect against illegal actions.)

- c. The Society has General Liability insurance, as well as insurance against theft and malfeasance. (MT recommends deletion of “and malfeasance,” since it is not part of the insurance policy terms and its meaning is not clear. In fact, the entire second clause of this sentence could be deleted, since theft is covered under 1.7.1.a.)

General Liability insurance shall be purchased and renewed on an annual basis. Insurance against theft of property and cash is part of the Property Liability coverage. The cash theft limit is \$2,000, based on the underwriter’s assessment of the maximum amount of cash that would ever be by on the property at one time.

Approved by the Board: May 14, 2015

1.7.2 Other

The Management Team shall not fail to assure that:

- a. The buildings and grounds and equipment are maintained to allow continued value and use.

Through its oversight of staff and committees and through preparation of the annual capital and operating budgets, the MT will assure that the building, grounds, and equipment are maintained, repaired, and replaced as necessary, within the financial capabilities of the Society.

- b. Financial controls are in place to guard against loss and mismanagement of funds.

The treasurers and Finance Committee have implemented procedures for counting, handling, and securing cash and checks, making weekly bank deposits, timely recording of financial information in USNH databases, monthly reconciliations of bank accounts, and oversight of these financial tasks as they are carried out by staff and volunteers.

- c. Funds used for operations are kept in insured instruments.

Operating cash (currently set at an average of 25% of the annual operating budget) is held in FDIC insured checking accounts, money market accounts, and/or CDs.

In addition, the Management Team shall not:

- d. Unnecessarily expose the organization, its Board, or staff to claims of liability or risk the nonprofit status of the Society.

Through its oversight of staff and volunteer operational activities, the MT will endeavor to prevent activities and behaviors that are a) illegal; b) inconsistent with the mission, values, and ends of the Society, or c) inconsistent with the Society's Covenant of Right Relations.

Approved by the Board: May 14, 2015