

Unitarian Society of New Haven
Minutes of the Board Meeting of the Board of Trustees
March 12, 2015

Accepted April 9, 2015

Board Members Present: Mary Donohue, Dan Gelperin, Rod Groff, Holly Hawkins, David Jones, Merrily Kaplan, Mary Losee, Suzanne Miller, Peggy Rae

Board Members Absent: Russell Heinrich

Also Present: Sandy Frawley

M. Donohue called the meeting to order at 7:00 pm and P. Rae recorded the minutes. A quorum of Board Members was present, and the meeting proceeded with M. Donohue presiding.

Consent Agenda

1. Approval of Minutes from 2/12/15 Board Meeting

MOTION M. Losee, to approve Minutes; **SECONDED** R. Groff; **PASSED** unanimously, with two abstentions.

2. Approval of governance policies

- Revision of Board-Management Relationship Policy 3.1 (Management Team Membership) – add sentence to indicate Minister is Chief of Staff with hiring/firing authority

MOTION M. Losee, to approve the revision; **SECONDED** D. Gelperin; **PASSED** unanimously, with one abstention.

- Governance Process Policy 2.9 (Board Complaint and Inquiry Process) & Board-Management Team Relationship Policy 3.5.5 (Monitoring Schedule)

MOTION H. Hawkins, to approve the two policies; **SECONDED** D. Gelperin; **PASSED** unanimously, with two abstentions.

Management Team Report

S. Frawley distributed a timeline for planned Management Team activities through the end of June. Much of the Team's focus will be on developing the FY15-16 operating budget, which will be impacted by contract negotiations with the ministerial candidate in early April and by pledge drive success. At the April 9 Board Meeting, the Team will discuss revisions to the pre-pledge budget (the target used for the Stewardship campaign) and strategies for additional income if needed. It is expected that the congregation will meet with the ministerial candidate during the week of April 26, with the

vote to call him/her as USNH's minister set for May 3. Final revisions to the budget will be made subsequent to this in early May, discussed with the Board in mid-May, and then presented to the congregation at the June Annual Meeting for approval.

The Team is also focusing on Buildings and Grounds matters and has compiled a detailed list of building components, grounds, systems, equipment, and furniture that shows their current status and need for repair, replacement, and maintenance. Several projects should be taken care of this spring. Others are less urgent and will be part of a three-year Capital Budget Plan the Team is developing. Although the capital budget may not be completed by June, the Team intends to give the congregation a status report at the Annual Meeting and possibly get approval for the first steps of the plan.

D. Jones discussed the desirability of increasing the size of the Buildings and Grounds Committee to 8-10 members, with two co-chairs. Committee members would participate in energy audits and inspections this spring to provide a basis for some capital budget items; they would also take an active role in getting bids and overseeing projects. For this spring's survey, the Team suggests it may be desirable to hire a professional building inspector, as well.

H. Hawkins spoke about the process the Board will use for evaluating how well the current Management Team model is working. A questionnaire will be sent to committee chairs to gather feedback on their experiences with the Management Team. Members of the Board and Management Team will meet at the end of April to discuss the feedback and future Management Team structure and function. The evaluation will be completed before the end of June and changes to governance policies made as required.

Treasurer's Report

M. Losee distributed a year-to-date budget vs. actual profit-loss statement and a balance sheet. Income and expenses are on track with budgeted amounts for the most part, and things look good.

D. Jones and S. Frawley departed at 8:10 pm, upon conclusion of the Treasurer's Report.

Planning for May/June Activities

M. Donohue relayed information from the Ministerial Search Committee (MSC) concerning candidating week and the congregation's vote to call the new minister. If all goes as planned, the ministerial candidate will preach on Sunday, April 26, meet with the Board and other church members during the week, then preach again on Sunday, May 3. Immediately after the service, congregational members will meet and vote. In accordance with USNH bylaws and UUA recommendations, the vote will be by secret paper ballot.

The Annual Congregational Meeting is scheduled for June 14, the same day as Flower Communion and Fritz Hudson's final day. *[Note added by P. Rae: meeting date was subsequently changed to June 7].*

Discussion and adoption of additional governance policies

The Board discussed drafts of three Executive Limitation policies, prepared by M. Donohue, that were circulated for review before the meeting. With slight modifications, all three policies were approved.

- Limitations Policy 1.2 - Emergency Management Team Succession
MOTION H. Hawkins, to approve as modified; **SECONDED** M. Kaplan;
PASSED unanimously, without dissent or abstention.
- Limitations Policy 1.8 – Communication and Support to the Board
MOTION M. Kaplan, to approve as modified; **SECONDED** D. Gelperin;
PASSED unanimously, without dissent or abstention.
- Limitations Policy 1.10 – Safety
MOTION S. Miller, to approve as modified; **SECONDED** H. Hawkins; **PASSED** unanimously, without dissent or abstention.

These policies, as well as those approved as part of tonight's Consent Agenda, will be added to the Governance Policy Book.

[Note added by P. Rae – Unitarian Society of New Haven Governance Policy Book Draft 3-15-15 includes the policies approved at this meeting].

Adjournment

There being no further business before the Board, the meeting was adjourned at 9:01 pm.