

Unitarian Society of New Haven
Minutes of the Board Meeting of the Board of Trustees
May 14, 2015

Accepted June 11, 2015

Board Members Present: Mary Losee, Mary Donohue, Rod Groff, Holly Hawkins, Russell Heinrich, Merrily Kaplan, Dan Gelperin, David Jones

Board Members Absent: Suzanne Miller, Peggy Rae

Also Present: Fritz Hudson, Bobbi Pace, Georgia Jennings, Gail Figliola

M. Donohue called the meeting to order at 7:05 pm and R. Heinrich recorded the minutes. A quorum of Board Members was present, and the meeting proceeded with M. Donohue presiding.

Consent Agenda

1. Approval of Minutes of 4/9/15 Board Meeting

MOTION H. Hawkins, to approve; **SECONDED** M. Kaplan; **PASSED** R Groff and D. Jones abstained.

2. Acceptance of Draft Minutes of 10/26/14, 12/7/14 and 5/3/15 Congregational Meetings

MOTION R. Groff, to accept; **SECONDED** D. Gelperin; **PASSED** unanimously without dissent or abstention.

3. Approval of Governance Policies on Financial Limitations

MOTION M. Kaplan, to approve; **SECONDED** M. Losee; **PASSED** with no dissent, D. Jones abstained.

Report from the Right Relations Task Force

B. Pace, G. Figliola and G. Jennings represented the Task Force at the meeting. The Right Relations covenant was received positively by the Board. The Task Force held workshops with attendance from over 60 people. The workshops provided input into the covenant. The Task Force has recommended a change to the bylaws to enable a permanent committee on Right Relations which the Board will consider as it sets up a bylaw review. Additional conversation topics included conflict resolution, committee membership and formation, committee budget and a Right Relations policy that the Task Force would like the Board to add to its Governance Policy book. The Board committed to review and consider this policy for its next revision of the policy book.

MOTION D. Gelperin, to suggest Right Relations Task Force speak with the Nominating Committee about their potential role in helping to recruit members to the permanent committee on Right Relations; **SECONDED** M. Losee; **PASSED** unanimously without dissent or abstention.

Management Team report

A. FY2015-2016 Budget development – the budget has been developed with input from many new sources this year, including the Council of Chairs. At this time, the budget is about \$50,000 short of its projected income. Many options to address this gap were discussed. These include using money from the Senn and Emerson RE restricted funds to cover DRE expenses, transferring additional money from the Endowment (from 2% of proceeds now to 3-4% if needed), increasing pledging by asking the congregation to increase their pledge again and transferring money from Endowment to the general fund that were mistakenly put in the Endowment in the past. Income reduction options discussed were to keep the DRE at three-quarter time, rather than full time, to pay less UUA and CBD dues, as well as maintaining the committee budgets at last year's levels, with no increases. The Management Team will not be able to create a capital budget until mid to end of next year, so they will be violating a governance policy in the short term. D. Jones asked the Board to affirm the priorities set forth by the congregation earlier in the year. These priorities were to bring our DRE position to full time, to pay our full share of UUA and CBD dues, to repair infrastructure in need and to maintain committee support expenses in that order. The board affirmed that these priorities still stand.

B. The Management Team also reported that the parking lot repair is underway and window repair is just starting. They are also working with committees to prepare for the arrival of our new minister, Megan Joiner. Finally, they reported that, aside from the minister and the DRE (if moved to full time), the salaries we pay most of the rest of our staff are not well placed within the UUA guidelines and we therefore may be in violation of certain financial limitation policies. More analysis will be brought forward on this in the future.

MOTION D. Gelperin, to approve that the Management Team work with the Endowment and Finance Committees to prepare a final budget for the USNH congregational meeting on 6/7/15; **SECONDED** R. Groff; **PASSED** unanimously without dissent or abstention.

Treasurer's report

M. Losee distributed a balance sheet and year-to-date budget vs. actual profit-loss statement. She reported that USNH is in the black for this year's actual spending versus budget. Pledges are at 88% of budget thus far and expenses are at 76% of budget.

Discussion and approval of revision of Board-Management Team Policy 3.1

The Board considered and approved a revision to the governance policy concerning Management Team membership (Board-Management Team Policy 3.1). The original policy, approved January 8, 2015, specified that the Management Team would include two lay members, as well as the Minister, and was silent on the method of selecting the lay members and on their term lengths. The revision states that the number of lay members may fluctuate, depending on work load needs, and that they will be appointed

by the Board to two-year terms, renewable by mutual agreement of the Board and Management Team. Brief discussion on changing the Management Team to 3 lay members was held. Fritz suggested that Megan Joiner may want to have input into this decision prior to implementation. The Board will consult with Megan when she joins.

MOTION H. Hawkins, to accept the revision of Board-Management Team Policy 3.1; **SECONDED** M. Losee; **PASSED** unanimously, David Jones abstained.

Approval of USNH Governance Policy Book Version 1.0

The Board voted to approve the USNH Governance Policy Book Version 1.0, which contains all the governance policies approved to date, including those approved at tonight's meeting (Financial Limitations policies and the revised Board-Management Team Policy 3.1), as well as the Mission, Values, and Ends statements approved by the congregation. The policy book will be posted on the USNH website and publicized at the 6/7/15 congregational meeting.

MOTION M. Losee, to approve the completed policy book as written and to publish it on website and publicize it at June 7th congregational meeting; **SECONDED** D. Gelperin; **PASSED** unanimously, David Jones abstained.

Discussion on June 7th Annual Congregational Meeting

The Agenda is as follows.

- Approval of minutes
- Nominating committee report and approval of candidate slate
- Treasurer's report
- Approval of FY2015-2016 budget
- Right Relations Task Force report and affirmation of covenant
- Endowment and Legacies report and unveiling of Legacy society
- President's report
- Minister's report

Adjournment

The meeting was adjourned at 9:30.