

Unitarian Society of New Haven
Minutes of the Board Meeting of the Board of
Trustees September 10, 2015

Accepted October 8, 2015

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

No Board Members Absent

Also Present: Megan Lloyd Joiner, David Jones

Holly called the meeting to order at 7:03 pm and Pam recorded the minutes. A quorum of Board Members was present, and the meeting proceeded with Holly presiding.

Chalice lighting with Reading: "Facing Fear, Trusting Love" by Manish Mishra-Marzetti from *Bless the Imperfect: Meditations for Congregational Leaders*

Agenda change: Visioning exercise will be postponed until the retreat.

Consent Agenda:

Approval of Minutes from 8/13/15 Board Meeting

MOTION Mary Donohue, to approve Minutes; **SECONDED** Mary Losee;

PASSED: 10 approved, 0 opposed, 1 abstention

Management Team Report (including Financial Report):

Megan presented the MT report which is attached to these minutes.

Mary L. presented the Financial Conditions and Activities, and explained why we are transitioning the financial report to the MT. The Treasurer's Report is attached to these minutes.

There was a brief discussion about policies that would apply to handling of the Rickel bequest. Some review will be needed to determine where authority resides for decisions to be made on items not in the budget. Does MT have polices to make these decisions?

Megan raised an item that was not on the MT report. There has been conversation among the Anti-Racism Team on how the congregation can respond to black lives matter. Some congregations have been putting up banners or posters. Nothing has been planned at this time.

David left the meeting at 7:35pm.

Covenant

The board has as a goal the creation of a covenant we can live with for rest of year. The Right Relations action group draft was distributed. The board members drafted a covenant which is attached to these minutes. The covenant will be read at board meetings.

BoT retreat update:

The retreat will take place on Sunday, September 27 from 2:00 pm – 8:00 pm at the Mercy Center in Madison. Megan has put us in touch with an experienced facilitator and peer-to-peer consultant, Joe Sullivan, from Unity Consulting who will work with the board at the retreat. There is no fee for his services at the retreat. Joe works at the regional level and is trained in policy governance. In initial communication, Joe stressed the importance of follow up after the retreat. Members wanted to know more about the role of the peer to peer consultant. There was concern about when more detail would become available.

The BoT generated a list of topics and concerns relating to the retreat to be shared with Joe Sullivan:

- Monitoring
- Linkage
- Visioning
- Not more naval-gazing
- Relation to other UU
- How we envision ourselves
- Membership – how to influence, demographics, growth?
- Asking the congregation how to measure outcomes of specific ends
- How to encourage the congregation to think of visioning
- Case studies of successful PG Board congregations
- End the day with priorities defined
- Something to show for our 6 hours together
- What does the congregation expect of us?
- Search committee feedback
- Articulate the purpose of the retreat

To prepare for the retreat BoT members are to read the USNH Ends and list 1 to 3 priorities based on the ends statements that we believe the congregation would like us to focus on this year, along with suggestions for how our we can support those priorities. An example was provided to help with the process.

Discussion turned to the USNH Ends Statements as they related to the retreat and the assigned homework. What difference are we making for whom? How are the ends statements framed? Have we fully identified what difference we want to make for? How will we know that we have made a difference? When will we know it? Monitoring will tell. Monitoring is part of governance. What do we want MT to be doing? Is MT's interpretation meeting the board's vision?

The current Ends are immature. Do our limitations work? Do our ends work? If the Ends don't allow us to ask the right questions, will we need to revise them? The Ends need time to mature. There could be a conversation with the congregation to develop new Ends and new Outcomes. We could use the year to have an ongoing conversation on the subject. This is normal for new ministry. The beginning of year is not the time to change existing ends.

The question of how to make a difference and to whom could fall under visioning or linkage. It was suggested that the list of topics looked backwards. It should be visioning, linkage, then monitoring. Do we have enough members, young, older, etc? How do we influence this? How do we know that we are developing our best selves?

Visioning can be amorphous. The retreat could set the ground for everything else. Visioning is difficult. It is hard to understand how to do it without knowing more up front. What does visioning actually look like? Case studies could help us to learn from example. It would be nice to have something to accomplish, to have deliverables. What is a tangible goal? Is the outcome of the retreat a vision? Is it setting priorities, setting priorities to guide MT? Priorities are part of the visioning.

Do we know what the congregation wants? The ends are from feedback from the congregation. Can make them specific enough to measure? Can we have a vision of future? Imagine what you want your house to be. How representative of the congregation are we? The two search committees did lots of talking with the congregation. How do we get input from new people? How much input do we want in the retreat?

The executive committee will send an agenda and ask for feedback.

Action item: Congregational Meeting:

The Congregational Meeting will take place in November. BoT discussed the organization of the meeting. It was proposed that we reach out to committees and ask them to submit their goals for the coming year. The goals tie into our ends. Goals were presented at the Council of Committees meeting. Some committees could speak at the Congregational Meeting. Submissions would go to the office to be collated and handed out at the meeting. They could also be put on the website. This would require office time to prepare paperwork, etc. The concern was expressed that this could be too onerous.

It was suggested that the MT organize part of meeting. By-laws say the congregational meeting is the board's responsibility. Congregational meetings used to be longer. There may be better involvement if MT runs part of it. Does MT have too much to do already? MT will delegate to committees eventually. They can gather and summarize information. MT has already asked committees to submit goals that can be posted on web site. It might be confusing if BoT were to ask for same thing for the Congregational Meeting. Committee chairs were asked to do this last year before MT existed. MT participation in the meeting put them in front of the congregation so members could learn more about it and MT would be accountable to the congregation. MT would be recognized for their great work.

Bylaw revision update

Copies of the bylaws were distributed to board members. Mary D and Merrily will work on bylaw revision. Greg Burton has agreed to help. Jane Platt was asked to research the archives for information on the establishment of the original bylaws.

Board members are to review current bylaws for the October meeting to look for items that need to be changed due to the move to policy governance.

Activity: Monitoring Schedule:

The board is to set months that each annual monitoring report should be presented, and specify how the monitoring can be accomplished. The intention is to provide guidance for MT on what to include in internal reports. The board is responsible for direct inspection items in Policy Handbook section 3.5.5.

Board members should look at section 3.5.5. The executive committee will draft a monitoring schedule for consideration by the board.

Thank you's & Meeting Process observation:

Holly acknowledged Merrily for writing thank you notes from the board. Mary L. sent a thank you for the gift that was sent on her father's passing.

Thank you notes will be sent to Pam Niles, who has been very helpful, coming in almost every day and asking what needs to be done. The Sunday morning team and the membership committee will be sent thank you notes for picnics held in August and September. Peter Hanson will receive a thank you for keeping an eye on the building and parking lot security.

The process observation was made that the board did not get to everything on the agenda. It was suggested that we need a shorter agenda.

Notes:

- Next BoT meeting, October 8

Adjournment

MOTION Bernice Marie-Daily, motion to adjourn; **SECONDED** Bobbi Pace;

PASSED: 11 approved, 0 opposed, 0 abstentions

The meeting was adjourned at 9:05 pm.

**Unitarian Society of New Haven
Management Team Report to the Board of Trustees
September 10, 2015**

Policies Requiring Monthly Monitoring (According to 3.5.5 Monitoring Schedule)

Ends Statements (Program Outcomes)

- *Management Team Reports*
The Management Team, along with the Board, is determining the most effective format for monthly reporting on Ends Statement compliance.
- *Committee Engagement*
We are working with the Council of Chairs to understand and articulate how their committees' missions and goals for 2015-2016 comply with and further the Ends.

Staff/Volunteer Treatment

- *Update on Congregational Administrator Search*
The Management Team has invested significant time over the past month in the search for a Congregational Administrator. As part of our search process, we have evaluated our administrative staff structure in relation to the needs of the congregation and considered several staffing structures to best attain our Ends and ensure smoother day-to-day operations. We have reviewed 30 applications and interviewed eight candidates; we currently have three final candidates. Considering these candidates' skills, experience, and availability, we are now determining whether it would be prudent to divide the Congregational Administrator responsibilities into two part-time positions, which would allow for separation between higher-level management tasks and office administration tasks. We expect to extend an offer or offers within the next two weeks. All compensation offers will take into account long-term revenue projections. Georgia Jennings has provided exceptional interim office support during this search.

Financial Condition and Activities

- *Monthly Financial Report (Profit and Loss)*
- *Arthur Rickel Bequest*
USNH will receive a bequest of \$180,500 in unrestricted funds from the estate of Arthur Rickel this fall (likely within the next two months). The Management Team is preparing a proposal to share with the Board at the October or November meeting. Our proposal will be guided by and in alignment with the Board's priorities and requirements as stated in the Ends policies and will be in accordance with the Leadership Responsibilities and Limitations. The Management Team would like to engage with the Board in a conversation about the most transparent, effective, and efficient decision making process regarding these funds.
- *Building and Grounds*
We are researching options and soliciting bids for upgrades to doors and locks that will

improve the security of and access to our facilities. We are also exploring options for energy upgrades including the boiler replacement with innovative funding streams including the CT Green Bank.

Respectfully Submitted by Sandy Frawley, Georgia Jennings, Rev. Megan Lloyd Joiner, David Jones

**Treasurer's Report
September 10, 2015**

1. FY15 DRAFT Accountant's Report
 - Income = \$632,780
 - Expenses = \$626,086
 - Total /Balance = \$6694

2. Balance Sheet:
 - a. Liquid Assets = \$300,649.
 - b. Investments/Endowment = \$944,771 (Available \$435,817)

3. Profit and Loss Report Highlights - See below

Changes to approved budget.	Income	Expense
1. FY 16 Approved budget is in deficit by.....		(\$17328)
2. Management Team reported that pledges (including one-time gifts) have increased from 467K to \$476K.	+ \$9000	
3. Board agreed to increase minister's Professional Expenses from \$8500 to \$8708.		+ \$208.
4. Minister does not need health insurance. However, the board agreed to provide 30% of her healthcare benefit.		- \$6743 Estimate
5. Renter is taking over one more classroom so rental will increase	+ \$4800	
6. Fritz submitted expenses for July		+ \$557
7. Denominational affairs is less than originally planned		- \$972
Changes = + \$3,422.	+ \$13,800	(\$10,378)

Important to know for planning purposes:

1. Mortgage balance as of 8/13/15 = \$583,747. We will be able to remortgage 7/2018 and hopefully reduce monthly payment.
2. The Management Team has a list of building repairs and capital expenses. The oil tank will need to be dug up and replaced in 2019.
3. Estimated Income from Rickel Estate \$180K. Expected to arrive in October. MT will develop a proposal.

2015-2016 Board Covenant
Promises we make to each other on the Board
Drafted on 9/10/15

- Respect Confidential matters
- Speak with one voice outside meetings
- Assume good intentions
- Come prepared
- Respect ambiguity
- Encourage multiple viewpoints
- Allow moments for contemplation & opportunities for clarification
- Respect the agenda
- OK to remind each other to hold to the covenant
- Be as fully present as you can
- Listen openly and actively
- Speak your truth & expect to hear others' truths
- Commit to your own growth & learning
- Take risks towards vulnerability & imperfection