

Unitarian Society of New Haven  
Minutes of the Board Meeting of the Board of Trustees  
December 13, 2012

Accepted January 10, 2013

Board Members Present: Alison Cunningham; Thea Bourke-Martin; Gregg Burton; Sandra Frawley; David Jones; Georgia Jennings; Sue Linsley; Bobbi Pace; Jessie Whitehead

Board Members Absent: Russell Heinrich; Margaret Rae,

Also Present: Emily Melcher

A. Cunningham called the meeting to order at 7:00 pm and G. Jennings recorded the minutes until G. Burton arrived. A quorum of Board Members was present, and the meeting proceeded with A. Cunningham presiding.

E. Melcher lit the chalice. A. Cunningham welcomed Bobbi Pace and David Jones to the Board.

### **Consent Agenda**

- Approval of Board Meeting Minutes 11/07/2012 Meeting
- Approval of Board Meeting Minutes 11/11/2012 Meeting
- Approval of draft Congregational Meeting Minutes 12/2/2012 Regular Meeting
- Approval of draft Congregational Meeting Minutes 12/2/2012 Special Meeting
- Designation of Ministerial Housing Allowance effective 1/1/2013

Corrections were offered to the Minutes of the November 11, 2012 meeting:

- A. Price presided; not A. Cunningham
- Notation re Tracy Navarro Davis being added to the Transition Team was from a prior meeting and should be deleted

Noted that the Draft Minutes of the Regular Congregational Meeting on December 2, 2012 was incorrectly noted as a "Special" meeting, but the Special Meeting minutes are separate.

**MOTION** T. Martin to approve the consent agenda; **SECONDED** S. Linsley; **PASSED** without dissent or abstention.

### **Board Meetings/Events**

Regular Board meetings beginning in January will be held on the second Thursday of each month.

The Board listening session will be postponed to January 20th at 10:30 am, between services. Future sessions will be held on the 3rd Sunday of each month between services.

A joint Board and Transition Team meeting will be held Tuesday, February 5th, 2013 from 7-9pm in the Social Hall.

The Board agreed to hold an additional meeting each month to work on issues related to governance which will be held on the third Tuesday of each month.

### **Sexton and Cleaning Company Update**

E. Melcher met with Buildings and Grounds Committee and together request that the Board approve a 30 hour/week sexton and backup services from a cleaning company. The Board reviewed and discussed the salary proposals. Concerns were raised about the salary being consistent with market rates.

**ACTION ITEM:** A. Cunningham and B. Pace to research salary guidelines.

### **Employee Matters**

E. Melcher presented a proposal to allocate 15 days of carried forward paid time off for T. Birenbaum.

**MOTION** by T. Martin to allocate paid time off as proposed; **SECONDED** by B. Pace; **PASSED** without dissent or abstention.

### **Personnel Committee Appointment**

P. Rae stepped down as chair of personnel committee in order to assume Vice President role.

**MOTION** by S. Frawley to appoint Jean Rosenthal as chair of the Personnel Committee **SECONDED** by S. Linsley; **PASSED** without dissent or abstention.

### **Treasurer's Report**

S. Frawley presented the treasurer's report. Prior cash losses are being addressed by new finance policies and procedures. Noted that the current fundraising line item reflects the generous contribution of the Turnpike Players and is not indicative of a broader fundraising effort.

**ACTION ITEM:** Next meeting agenda is to include discussion of Stop & Shop cards and fundraising.

### **Governance Discussion**

The Board discussed efforts to begin addressing governance reform. Concerns were raised about where and how to begin the process and how to ensure that it moves forward efficiently. The importance of distinguishing identity and mission in the governance structure was noted. The Board discussed the prior governance task force structure and findings. The appropriate role of the Board in governance change was discussed. The importance of communication with all groups and the inclusion of ideas from a variety of sources was noted. Noted that policy decisions are distinct from management decisions. It was noted that a transition period is a unique opportunity to accomplish governance change since during that period the process is not 'for' or 'against' a current minister. The Board considered an offsite retreat to initiate governance reform efforts.

**ACTION ITEM:** A. Cunningham and E. Melcher to identify a facilitator and a location.

### **Future Dates**

The Executive Committee will meet on January 3rd at 6pm. The Board will meet on January 10th at 7pm (regular board meeting) and January 15th at 7pm (governance discussion meeting).

### **Adjournment**

**MOTION** by G. Jennings to adjourn; **SECONDED** by J. Whitehead; **PASSED** without dissent or abstention. The meeting was adjourned at 9:06 p.m.