

Unitarian Society of New Haven
Minutes of the Meeting of the Board of Trustees
February 14, 2019

Accepted March 14, 2019

Board Members Present: President - Peggy Myers, Vice President - Al Bosch, Treasurer - Linda Mehta, Clerk - Pamela Miller, Past-President - Dan Gelperin, Ex-Officio – Rev. Megan Lloyd Joiner, At Large: Jeannette Faber, Bobbi Pace, Pat Trotta, Dan Wade

Board Members Absent: Craig Machado

Others Present: G. Heuss-Severance, D. Stagg

Gather:

P. Myers called the meeting to order at 6:32 pm. P. Trotta lit the chalice and P. Myers read a poem by Rilke for the chalice lighting. Attendees read the covenant. This was followed by a life event check in and a check in with each person answering the question, “What grounds you in times of change?”

Changes to the agenda: None

Assess the Past:

Minister’s report

The Minister’s report is attached at the end of the minutes.

Attendance has been in the mid-200s for the last month.

The meeting with Senator Fasano was about the Clean Slate Initiative, Parity of Mental and Physical Health Care, and affordability when setting rates. Attending were 2 members of Mishkan Israel, 1 member of St. Rose of Lima, and a CONECT organizer.

We will have to vote on continuing membership in CONECT. We would need to negotiate the dues. We have paid less than the suggested rate for CONECT membership.

Monitoring of policies

MT report on section 1.2 is attached at the end of the minutes. MT is looking for a member to replace G. Heuss-Severance at the end of June.

MT monitoring of policy 1.7 is attached at the end of the minutes. This report includes a recommendation to change the interpretation of policy 1.7.1.

There was additional discussion about the Healing Souls issue mentioned in the report. A meeting will be held with the Mental Health Awareness Task Force.

MOTION – D. Gelperin, to approve the deletion of “as well as insurance against theft and malfeasance” from the policy and interpretation 1.7.1; **SECONDED – B. Pace**;
PASSED: 9 in favor, 0 opposed, 0 abstentions.

MOTION – D. Gelperin, to change the interpretation of policy 1.7.2c to reflect the change from 25% to 15%; **SECONDED – P. Trotta**;
PASSED: 9 in favor, 0 opposed, 0 abstentions.

Quarterly financial report

L. Mehta distributed the 1st Quarter Report compared with the Annual Budget which is attached at the end of the minutes. We are on track. Pledges will be attributed to the year for which the pledging member pledged, not the year it was received. This is an issue that had not been in compliance in previous years. Other Congregational Income is everything other than pledges or rentals. It is on target. The line item called for a service auction which will not be done this year. We have fully covered the BLUU contribution. The second quarter report will be ready for the next board meeting.

Create the Future & Learning:

Gatherings for processing Rev. Megan’s departure

Two sessions have taken place. The meetings have been rewarding. Feelings have been discussed. The process for hiring a minister have been discussed. The recent email blast about steps to be taken was a follow on to the first meeting. People have been supportive of Megan and her decision to leave. We need to make space for people who are not feeling great about the situation. A circle will be held in the sanctuary after the service on 2/17/19.

Board chats:

Should we continue to hold board chats? They are scheduled through 2/24/19. It conflicts with the Stewardship Sunday. We would also have a conflict with another meeting on 3/24/19. What issues would we want to hear about from congregants? What do we want to do with the issues? We are not communicating effectively. Can we be more systematic? What do other congregations do? What are best practices? B. Pace will research this subject and report back to the board.

Where do we go from here?

Covenantal relations group felt that they were not included in the plan. How can we be more overt about including them?

The Personnel committee is recommending a 10-hour pastoral care coordinator position. The job description has not been developed. We hope to hire someone trained in pastoral care. What can be accomplished in 10 hours per week? It might not be enough time to do visits. Triaging may be a large part of the job. It would be good to track who is in various facilities and what care is needed. Would it be better to define it as a 20 hour per week job? Will we be able to think in a more abundant way? The committee is also proposing another 10 hours for office staff.

A Fellowship committee could work to provide more social activities. More is needed than can be done by the Sunday morning team and the Membership committee. Someone is interested in revitalizing the Extended Family Program. What role can MT play in delegating activities to others?

Strengthen committees to take some of the burden off the MT. How can the board be leveraged? The Council of Chairs has become a partner of the MT.

Conversations with UUA:

Keith Chron (UUA manager) and Christine Purcell (northeast regional) from UUA have met with P. Myers and A. Bosch. Purcell has provided materials for the interim search process. She will meet with the Board later this month. We are putting together a congregational information form. The interim committee has been working to gather necessary information. A packet must be prepared for potential ministers. Much of the interim work can be shifted to the ministerial search. There are more places looking for ministers than there are ministers available. We are in a good location and we have a budget. It is easier to hire for a 2-year term, but we do not believe that we need a 2 year interim.

Board rep after 10:30 service:

2/17 – L. Mehta
2/24 – P. Trotta
3/3 – J. Faber
3/10 – D. Wade

Consent Agenda:

Minutes from Board meeting on 1/10/19
Minutes from Congregational meeting 2/10/19

MOTION – D. Gelperin, to approve the consent agenda; **SECONDED – L. Mehta**;
PASSED: 9 in favor, 0 opposed, 0 abstentions.

Announcements:

- * Meeting with Christine Purcell (UUA) at 2/26 4th Tuesday mtg.
- * Reminder re Stewardship Pot Luck on 2/22 at 6:30 PM (Pat)
- * Reminder re Board spring retreat 3/2/19 in library 9:30-12:30

The Next Steps Weekend does not need the Board to be in attendance on Saturday. Meetings will be held with other groups that day.

Thank you's: Chocolate auction team

Adjournment:

MOTION – G. Heuss-Severance, to adjourn; **SECONDED – B. Pace**;
PASSED unanimously, 9 in favor, 0 opposed, 0 abstentions

The meeting was adjourned at 8:30pm.

Attachments:

Minister's report

Financial Roles and Responsibilities

MT report on section 1.2

MT monitoring of policy 1.7

1st Quarter Report compared with the Annual Budget

Minister's Report
February 14, 2019
Rev. Megan Lloyd Joiner

State of the Congregation *(recent successes, challenges, observations about the congregation's functioning in relationship to the mission, ministries, members, staff, or other Board concerns)*

My main focus has been the announcement of my departure in June and being present to the congregation's (members, staff, leadership) needs as a result. While this is a difficult time for the congregation, I feel that USNH is strong and capable and on solid ground to move forward. Your BoT leadership will share where we are with the interim process.

Major Accomplishments *(Large, new, or not regular-duty projects)*

Nothing to report at this time.

Primary Ministry Focus *(Areas of intellectual, mental, or spiritual study)*

- February's theme of "Trust"
- Preparation for the Common Read: *Justice on Earth*
- Studying examples of "leaving well"

Upcoming Time Away *(vacation, study leave, UUMA or UUA gatherings)*

- I will likely take a few days of a mix of vacation and study leave over the next couple of weeks

Activity Report for Areas of Ministry

(not exhaustive)

Counseling and Pastoral Care

- My main focus is making time available for pastoral meetings and a number of people have already had or made meetings with me to discuss my departure or other pastoral concerns not related to the departure.
- I continue to work with the Lay Ministry to solidify their leadership and contributions in this area.

Practical Arts *(administration, organizational development in and out of congregation, management of staff, attention to detail, support and leadership development, recognition and appreciation of others, delegation of responsibility and authority, follow through and completion of tasks, time management, attention to finances, fundraising, funding ministry, public relations and publicity skills, ability to work with boards and committees, clarity of roles, attention to long range plans, etc.)*

- The MT and I met with the Finance Committee on Feb. 5th to clarify role and responsibilities, clarify plans for managing Temporary Restricted Funds, increasing our rental income, and preparing the 2019-2020 budget.
 - I have been tangentially involved in stewardship planning, but our team has taken this ball and is running with it! Kudos to Dan Gelperin and Sally Connolly and their team. We will have the Next Steps Weekend Feb 22-24 and then kick off the drive on March 17 with a conclusion on our around April 21 (Easter).
 - I have worked with the Personnel Committee to develop recommendations for next year. I will finalize the personnel budget to send to Finance Committee for inclusion in the first draft of the budget.
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Organizational Ministry (*integration of new members and clients, creates a welcoming environment, encourages a sense of community, encourages growth, supports broad variety of programs, involvement of others in planning and conducting programs, nurtures lay leadership, professional presentation of self, pastors to various age groups, etc.*)

- We will hold new member classes again in April 2019.
- I am working on being supportive to the Board and the Nominating Committee as you think about developing leaders for the future.
- I am also committed to supporting the Board in whatever ways are appropriate and wanted as you prepare for the interim period.

Personal and Professional Growth

- Continuing to work with my coach, spiritual director and mentor.
- I received notice of my Final Fellowship status being granted on 2/12. Thank you for your support and for the work that went into the evaluations that make this possible. To understand what Final Fellowship means, the closest corollary we use is “tenure” for professors.

Teaching

- I will lead the Common Read discussions in March and April.

Worship

Sermons Preached/Services Led

January 13 “The Realm of Possibility”

January 27 “Different Stories”

February 3 “Leaps of Faith – One Step at a Time”

Lay Led Services

none

Guest Preacher Services

January 20 with Rev. Kierstin Homblette Allen “Everything’s Possible...When We are Willing”

Attendance – due to snow on 2/12, attendance numbers will be provided separately

Denominational Activities

- I will host a UUMA cluster meeting at USNH on 2/20

Prophetic Outreach

- Meeting with Sen. Len Fasano on 2/12 with leaders from CONECT

Respectfully Submitted by Rev. Megan Lloyd Joiner

USNH Financial Operations

Proposed Roles and Responsibilities, rev. 1.30.2019

Role of the Treasurer – Reports to the BoT. Supports and advises BoT on financial matters, including monitoring MT compliance with governance policies related to financial management

- Develops trends and other requests from BoT
- Provides annual financial MT monitoring report to the BoT
- Provides quarterly financial reports to BoT
- Presents at least annual financial report to the Congregation
- Reviews proposed operational and capital budgets prepared by MT
- Meets with accountant to review year-end financial reports (with Finance Committee Chair)
- Meets with Finance Committee as needed but not as formal member
- Evaluates and advises MT on proposals for managing debt (with Finance Committee and/or a special Task Force)

Role of Finance Committee Chair – Reports to the MT. Provides specific operational support to MT and advises MT on matters of finance.

- Convenes meetings of the Finance Committee, establishes meeting agendas, and coordinates project plans
- Provides interface between USNH and Citizen's Bank - point of contact, online administrator; along w/1 FC member has access to account
- Meets with accountant to review year-end financial reports (with Treasurer)
- Meets with bookkeeper to close out fiscal year, booking net income/loss
- Advises MT on more efficient ways of managing financial operations
- Acts as point of contact for contract bookkeeper

Roles of other Finance Committee Members – Members manage a specific portfolio and work together on larger finance-related issues. Portfolios are suggestions. Actual grouping will be determined by committee.

Portfolio I: Weekly check signing and bank reconciliations

- This responsibility would move from the BoT treasurer to the FC. To make this portfolio easier to accomplish, moving check signing to Sunday should be an option. In that case, the congregational administrator would mail checks on Monday instead of Friday.
- Quarterly review of bank reconciliations, which are completed monthly by bookkeeper
- Review deposits and reconcile with weekly deposit forms. (Reconcile bank deposits on Sunday morning deposit forms)

Portfolio II: Weekly offertory

- Along with designees, carries out activities related to counting and securing weekly offertory collections from both services.

Portfolio III: Investments and Reporting

- In collaboration with MT and E & L, manages short term cash investments and options for managing debt.
- Manages stock donations
- Review and sign annual Sales Use and Tax report. Beginning for tax year 2018, bookkeeper will complete.

Portfolio IV: Bi-monthly payroll review and financial vendor oversight

- Oversees payroll operations
- Evaluates and proposes changes to insurance coverage. (Policies automatically renew every 2 years)
- Reviews bank services and makes recommendations for better or cheaper products.

Full Committee:

- Prepares draft operating budget
- Evaluates and proposes options for managing debt; refers recommendations to MT

Role of Management Team –The MT has been delegated responsibility by the BoT to oversee financial operations, staff compensation and benefits, financial planning/budgeting and to manage day-to-day operations (See Governance Policy Book V1.3 January 2019)

- Appoints members and chair of Finance Committee in consultation with the existing committee
- Speaks with new member class about USNH finances in conjunction with Finance committee chair.
- Develops final operational and capital budgets (after consulting with relevant committees)
- Reviews draft budget with FC, E & L, Council of Chairs and Board
- Secures approval from congregation for annual budgets
- Develops multi-year projections for operational and capital budgets
- Presents Monitoring Reports to the BoT (Sections 1.0-1.4 and 1.7-1.10)
- Attends monthly BoT meetings to provide financial updates in collaboration with the Treasurer
- Appoints chair/committee and oversees annual stewardship campaign

Role of Endowment and Legacies Committee – The Congregation maintains the E & L Committee (Bylaws X.3). In addition to its charge from the congregation, the MT requests that E & L:

- Consult with the MT and FC on short term cash management
- Evaluate and advise the MT on proposals for managing debt
- Provide monthly statements to the Finance Committee

Role of the Accountant – annual audit by means of an accounting review (Bylaws V.5)

- Serves as QuickBooks Administrator along with Congregational Administrator
- Prepares year-end financial reports and reviews with Treasurer and bookkeeper
- Advises Finance Committee on questions regarding restricted funds

Role of the Congregational Administrator

- Prepares and deposits income from Sunday collections and other sources each week
- Records pledges and donor specific contributions in ChurchDB
- Sends acknowledgement letters according to protocol
- Mails signed checks
- Monitors pledges and pledge payments
- Records Endowment contributions
- Prepares bi-monthly payroll documents for contract payroll company
- Works with bookkeeper to prepare annual Workers' Compensation audit

Role of the Bookkeeper (contracted)

- Records all financial activity using standard accounting methods
- Verifies authorization and budget allocations, then prepares checks for signature
- Prepares financial reports for Bot and MT and others as requested
- Works with accountant on closing books at end of year
- Works with congregational administrator to prepare annual Workers' Compensation audit
- Prepares Sales and Use Tax return
- Set up online payments as appropriate

Source documents:

Original document prepared by Georgia Jennings and Kathy Garner, September 2017

Bylaws, Rev. 11.6.16

Governance Policy Book Jan 8th 2019

Financial Overview & Treasurer's Duties, prepared by Greg Seaman, May 2015

Management Team monitoring of Policy Governance Section 1.2

1.2 Emergency Management Team Succession

In order to protect the congregation and Board from sudden loss of Management Team services, each Management Team member must not fail to designate and keep informed at least one other Management Team member of their activities as they relate to Board and Management Team issues and processes.

Management Team Interpretation (Approved by the Board October 12th 2017)

The Management Team shall ensure that there are at least two people informed of Board and Management Team issues and processes. Key leadership requirements include familiarity with the board's role and functions, with the day-to-day operations of USNH.

The management team presently has 3 members plus the Minister. We work collaboratively. All of the members are involved in decision making and aware of financial and operations situations. We are informed of what other members are working on at our bi-weekly meetings and keep track of tasks assigned **through** carefully recorded minutes. Between meetings we keep in touch by email and phone. Should one member of the team become, for some reason, unable to serve, we are equipped to reassign their duties and tasks to other members of the team.

We report Compliance.

MT 2/14/2019

Management Team monitoring of Policy Governance Section 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.

MT Interpretation:

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.

Our Insurance Policy with Church Mutual insures against losses in those 5 categories with a deductible of \$1000.

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

MT Interpretation:

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.)

Our Insurance Policy covers everyone working in a professional capacity on behalf of USNH

- c. The Society has General Liability insurance, as well as insurance against theft and malfeasance.

Our Insurance Policy provides General Liability Insurance. We recommend deleting "as well as insurance against theft and malfeasance" (See the MT interpretations). Theft is covered by a) above. Malfeasance (wrongdoing, especially by a public official) is not specifically mentioned in our Policy. Malfeasance is not covered for illegal actions and is otherwise covered by the professional liability coverage.

MT Interpretation:

(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.

We report Compliance with a), b) and c)

Approved by the Board: May 14, 2015

MT Interpretation Approved by the Board: June 9, 2016

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.

MT Interpretation:

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.

Major building improvements in the past year have included replacing the front steps and replacing the 4 remaining original skylights in the sanctuary. We experienced significant tree damage in the storms of last spring that required stabilization of trees in our memorial garden. We also planted more forsythia as screening against the loss of a very large tree on our neighbor's property. We installed a new downspout and dry well at the rear of the RE wing to ameliorate the flooding of 3 of the offices on that side of the bulding.

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

MT Interpretation:

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.

We recently reached agreement with the Finance Committee on Financial Roles and Responsibilities among the Treasurer, Finance Committee, Management Team, Endowment and Legacies, Accountant, Congregational Administrator and Bookkeeper. This agreement is submitted separately. Finance Committee members are assigned to specific portfolios dealing with the specific tasks identified in the MT interpretation.

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

MT Interpretation:

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.

**** Interpretation change needed from 25% to 15% ****

Liquid funds are kept in Citizen's Bank accounts and are FDIC insured. CD's have been purchased from TIAA and are also FDIC insured.

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.

MT Interpretation:

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.

We recently requested that the "Healing Souls" support group discontinue their meetings at USNH due to "our concern for the safety of members of the group and the integrity of our organization". Discussions with the group aimed at resolving our concerns will continue.

With the indicated exception**, the interpretations of 1.7.2 above are complete and appropriate. We report compliance

Approved by the Board: May 14, 2015

MT Interpretation Approved by the Board: June 9, 2016

USNH 1st Quarter Report Compared with Annual Budget

	2018-19 budget	1st quarter 9/30/2018 Actual	% of Budget
INCOME			
Pledges	445,000.00	124,554.82	28%
Other Congregational Income	50,200.00	4,513.52	9%
Rentals	65,000.00	15,114.00	25%
Restricted Funds Released			
Released from Senn fund	0.00	0.00	
Released from Emerson fund	10,000.00	0.00	
Endowment contribution (2%)	23,827.50	0.00	
Total Income	594,027.50	142,182.44	24%
EXPENSES			
Facility	58,700.00	16,271.08	28%
Communication, Media			
Office Supplies, wi-fi, cable service, etc.	18,800.00	3,963.63	21%
Committee Support/Member Services			
All committees, lay ministry, Library/Archives, Stewardship, E&L, Small Groups	8,650.00	435.75	5%
Denominational Affairs	14,702.50	0.00	0%
Finance			
Mortgage	38,813.60	9,428.73	24%
Insurance, Accountant, Bank fees, Paypal, CT sales tax, other	13,000.00	7,997.22	61%
Personnel			
Salaries (Minister, DLRE, Administrator, Directors of Music, Associate Director of Music), Hourly employees, benefits, etc.	403,094.00	97,367.23	24%
Trustees Research and Development	1,500.00	287.47	19%

Management Team Discretionary Fund (new in 2016-17)	1,000.00	450.00	45%
Music	2,400.00	186.69	8%
Religious Education	6,850.00	816.58	12%
Social Justice	17,000.00	1,887.58	11%
CONNECT	1,000.00	0.00	
BLUU Support	3,500.00	0.00	
Worship (Speakers, supplies, flowers, other)	3,400.00	492.44	14%
Capital Fund Contribution	1,567.22	0.00	
Total Expenses	593,977.32	122,664.60	21%