

Unitarian Society of New Haven
Minutes of the Meeting of the Board of Trustees
February 13, 2020

Accepted March 12, 2020

Board Members Present: President Al Bosch, Vice President Nancy Apfel, Treasurer Linda Mehta, Past President Peggy Myers; Trustees at Large Jeannette Faber, Craig Machado, Emily McCave, Pat Trotta; Rev. John Marsh (ex-officio)

Board Members Absent: Clerk Becky Friedkin, Bernice Marie-Daly

Others Present: Gwen Heuss-Severance and David Stagg (Management Team)

1. Gather

Al called the meeting to order at 6:33pm.

The Board read the Board Covenant. Nancy lit the chalice and Al read Eric Walker Wikstrom's "Work of the Congregation." We followed with a life events check in.

Jeannette is scheduled for the chalice lighting and check-in question for March 12, 2020.

2. Changes to the agenda: One item, pertaining to the Ministerial Support Team, was added to the consent agenda. Start with Stewardship agenda item so Dan may leave.

Stewardship:

Dan Gelperin, co-chair of the Stewardship Committee, updated the Board on plans for the Stewardship campaign, which is in the active phase. There will be a meeting this Sunday to educate the congregation about what is coming up this year and why we need increased pledges. We have been using restricted funds, which are depleted, so we will no longer have those funds to fall back on to fund deficit budgets. We are doing many things very well (music, RE, pastoral care, social justice, we have a great staff) and we need a strong and balanced budget to attract a new settled minister.

There was a heartening spirit of collegiality and collaboration at the Council of Chairs meeting on February 10; folks made plans to curtail spending and believe we should be able to figure out the budget.

The campaign kick-off will be on March 1st. The Stewardship Committee is asking the Board, Management Team, and Stewardship to pledge before March 1st so those pledges can be recognized (in the aggregate) in the kick-off service. The campaign will end on April 18th with a congregation-wide gathering. All pledges need to be made by then.

Dan asks the Board to recognize that stewardship is a shared responsibility. We all need to preach about the greatness of USNH and the importance of generosity.

3. Assess the Past

Minister's Report: Was wrapped into the interim appraisal.

Monitoring of Policies:

a) Policy 1.2: Emergency Management Team Succession and Policy 1.7 Asset Protection

David discussed the Management Team’s compliance reports. Gwen Heuss-Severance will be stepping off of the Management Team effective July 1, 2020.

Section 1.7.1, paragraph c, was supposed to have been edited to remove reference to theft and malfeasance, per the change log for February 19, 2010. Becky will make the change.

Both reports were accepted by the Board.

Quarterly Financial Update:

Linda shared the second quarter FY20 financial report. We expect the year-to-date figures to be around 50%. Line 12 shows insurance, the main chunk of which gets paid in the first quarter; thus it is higher than 50%. Right now, income is higher than expenditures. Committees are well below budget, plus little snow this winter has helped financially.

The MT and Finance, with Jamie’s assent, expect to be able to save money on the copier lease in the coming year.

Craig asked when the per capita to the UUA has to be paid. Linda said she would check on that.

Budget Update:

David’s budget update was covered by Linda’s reporting.

4. Create the Future & Learning

Wednesday Meetings:

We discussed the most advantageous schedule for Wednesday meetings, given the addition of the March 28 Board Retreat, and adopted the following schedule

- February 19: Anti-racism, part 1, with Becky Friedkin and Bobbi Pace
- March 18: Cancel
- April 15: Board Retreat follow-up
- May 20: Anti-racism, part 2, with Becky and Bobbi
- June 17: Social, with incoming Board members

Board/MT Reps for the rest of February and March are:

- | | | | |
|------|-------|------|-------|
| 2/16 | Craig | 3/15 | Peggy |
| 2/23 | Gwen | 3/22 | David |
| 3/1 | Emily | 3/29 | Pat |
| 3/8 | Craig | | |

Spring Board Retreat Update

Al reported that we will hold the spring retreat on Saturday, March 28, at Carol Cheney’s office at 20 Grand Avenue, New Haven. Given the limited parking, car-pooling is encouraged.

The program will be led by a UUA facilitator. In the morning we will focus on the Board's role in welcoming a new minister. The afternoon will be devoted to Strategic Thinking Through the Lens of Faithful Risking. A small committee comprising Al, Nancy, Emily, and John will work with the facilitator to plan the retreat.

Joe Sullivan of the UUA also urges that a small group of Board/MT members attend "Faithful Risking: A Practice of Spiritual Leadership Workshop" on April 4th in North Andover, MA.

Interim Ministry Appraisal

The Board's draft interim ministry appraisal was completed by the officers, using feedback submitted by several Board and Management Team members. It and John's draft appraisal were shared with Board members in advance of this meeting. Becky will submit the Board's appraisal to the UUA.

5. Consent agenda: There were no changes to the minutes of the January 9, 2020 Board meeting; they are accepted, as is the memo from John Marsh about the Ministerial Support Team.

6. Adjournment

MOTION: Craig moved to adjourn; Linda seconded; motion passed unanimously. The meeting was adjourned.

Submitted by Jeannette Faber and Becky Friedkin.

Attachments:

Policy monitoring, sections 1.2 and 1.7

FY20 2nd quarter financial report

Ministerial Support Team, memo from John Marsh

Management Team monitoring of Policy Governance Sections 1.2 and 1.7

Current Governance Policy sections are in black; MT interpretations in blue; MT report is in red

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.

MT Interpretation:

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.

Members of the Management Team are appointed by the Board. 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 with section 1.2

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.

We have maintained an Insurance Policy with the Church Mutual Insurance Company for many years. The current policy covers the period 10/17/2017 to 10/17/2020 and provides a blanket liability of \$3,818,700 for the building with a \$1,000 deductible.

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

Management Team monitoring of Policy Governance Sections 1.2 and 1.7

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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 includes an umbrella policy of \$1,000,000 per claim and an aggregate limit of \$3,000,000. The 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.

MT Interpretation:

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 on the property at one time.

Our Insurance Policy takes the form of General Liability Insurance with an Umbrella policy addition.

The deletion of "as well as insurance against theft and malfeasance" from the Policy wording was approved at the 2/14/2019 Board Meeting and shown in the change log for V1.5 of the Governance Handbook. (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.)

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

Approved by the Board: May 14, 2015; revised February 14th 2019

MT Interpretation Approved by the Board: June 9, 2016; revised February 14th 2019

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.

The major building project completed this year has been the complete renovation of our kitchen. The project cost of \$125,000 was almost entirely paid for by 31 pledges from congregation members and a dedicated fundraising event. The project involved removing a dividing wall between the old kitchen and a storage area, moving the service window to the social hall, and replacing all the cabinetry and appliances. The major exterior project was the leveling of the bluestone patio beyond the lobby doors with improvements to rainwater drainage.

Management Team monitoring of Policy Governance Sections 1.2 and 1.7

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Minor building improvements in the past year have included removing a divider panel in our upstairs unisex bathroom to improve wheelchair access and repairing the internal door to the daycare. Improvements to our grounds have included removal of rocks and weeds at the rear of our property and redesign and relocation of the Black Lives Matter banner.

- 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.

An 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 was approved in January 2019. Finance Committee members are assigned to specific portfolios dealing with the specific tasks identified in the MT interpretation above. We have recently reformatted this agreement as a “Standard Operating Procedure”, SOP-00013. This has been approved by the Finance Committee and this SOP will be included on our website and a printed copy saved in the office.

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

MT Interpretation:

Operating cash (currently set at an average of 15% of the annual operating budget) is held in FDIC insured checking accounts, money market accounts, and/or CDs.

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 continue to work with the “Healing Souls” support group in their wish to resume sessions at USNH. Three members of the group have received formal NAMI (National Alliance on Mental Illness) Connection training supervised by the NAMI Connecticut recovery coordinator. The MT has requested formal documentation to show adequate and appropriate training of the leaders. Subject to the recommendation of the trainers the group would like to re-start the Healing Souls sessions.

Management Team monitoring of Policy Governance Sections 1.2 and 1.7

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We report compliance with Section 1.7

Approved by the Board: May 14, 2015

MT Interpretation Approved by the Board: June 9, 2016; revised February 14th 2019

Submitted by the MT, 2/13/2020

USNH 2nd Quarter Report Compared with Annual Budget, 2019 -- 2020

		2019-20 budget	1st quarter 9/30/2019 Actual	2nd quarter 12/31/2019 Actual	Running Total	% of Budget
	INCOME					
1	Pledges	458,000.00	128,000.27	142,849.31	270,849.58	59.14%
2	Other Congregational Income	24,000.00	5,173.61	7,827.50	13,001.11	54.17%
3	Rentals	67,216.00	17,484.33	15,679.99	33,164.32	49.34%
4	RE Tuition Income	500.00	0.00	0.00	0.00	0.00%
5	Fundraising Income	18,500.00	1,636.76	4,507.19	6,143.97	33.21%
6	Interest income	5,200.00	1,367.47	1,193.30	2,560.77	49.25%
6	Restricted Funds released	15207.66	15,208.17	0.00	15,208.17	100.00%
7	Misc. Gain/Loss		101.88	526.51	628.39	
8	Endowment Contribution	30,615.66	9,428.73	9,428.73	18,857.46	61.59%
9	Total Income	619,239.32	178,401.22	182,016.55	360,413.77	58.20%
	EXPENSES					
7	Facility	63,200.00	10,850.98	11,930.70	22,781.68	36.05%
	Communication, Media					
8	Office Supplies, wi-fi, cable service, etc.	17,500.00	4,893.59	3,850.09	8,743.68	49.96%
	Committee Support/Member Services					
9	All committees, lay ministry, Library/Archives, Stewardship, E&L, Small Groups	17,300.00	438.92	1,120.51	1,559.43	9.01%
10	Denominational Affairs	17,800.00	0.00	0.00	0.00	0.00%
	Financial affairs					
11	Mortgage	37,714.92	9,428.73	9,428.73	18,857.46	50.00%
12	Insurance, Accountant, Bank fees, Paypal, CT sales tax, other	12,850.00	7,610.71	1,526.83	9,137.54	59.23%

USNH 2nd Quarter Report Compared with Annual Budget, 2019 -- 2020

		2019-20 budget	1st quarter 9/30/2019 Actual	2nd quarter 12/31/2019 Actual	Running Total	% of Budget
	Personnel					
13	Salaries (Minister, DLRE, Administrator, Directors of Music, Associate Director of Music), Hourly employees, benefits, etc.	424,628.98	94,515.11	109,918.11	204,433.22	48.14%
14	Trustees Research and Development	1,500.00	333.80	0.00	333.80	22.25%
15	Management Team Contingency Fund	1,000.00	0.00	0.00	0.00	0.00%
16	Music	1,800.00	495.99	0.00	495.99	27.56%
17	Religious Education	6,800.00	860.73	760.68	1,621.41	12.66%
18	Social Justice: \$15,000.00		1,562.54	3,464.62	5,027.16	33.51%
	CONNECT:\$7,000.00		0.00	3,062.35	3,962.35	56.61%
	Total Social Justice	22,000.00			8,989.51	40.86%
19	Worship (Speakers, supplies, flowers, other)	3,950.00	428.00	564.00	992.00	25.11%
20	Capital Fund Contribution	1,194.62	1,194.62	0.00	1,194.62	100.00%
21	Total Expenses	629,238.52	132,613.72	144,915.91	277,529.63	44.11%

Ministerial Support Team

Shayn Ember is unable to attend meetings of the Interim Ministerial Support Team at the present time. John Marsh has asked Claire Bien to join the group, and she has graciously assented.

John Marsh therefore requests that the choice of Claire Bien for the Ministerial Support Team be affirmed by the Board.

Interim Ministerial Support Team for Interim Minister

The Ministerial Support Team shall be composed of three to five people chosen by the minister and confirmed by the Board. The purpose of the Team shall be to assist the interim minister as requested. Most of the support will be directly church related, but there may also be some help needed with the adjustment of moving into a new community (recommendations for a good dentist—that sort of thing). The interim minister may use them to help brainstorm solutions to problems or as a sounding board to consider new ideas. The minister may also request them to assist in time-limited projects—such as hosting potluck suppers related to the tasks of interim ministry. The Team will give the minister feed-back from the congregation, but is not charged with resolving disputes, evaluating ministerial performance, or advocating on behalf of the minister. The minister may report to the Board on the conversations of the Ministerial Support Team and the board may suggest topics of conversation for the minister and the Team. Ideas about congregational concerns coming from the Team are subject to review by the Board just as they would from any individuals in the congregation. The tenure for the Interim Ministerial Support Team for New Haven would be one year—the length of the interim. Members of the Support Team would not be members of the Board, the Management Team or the Search Committee. Any member of the Support Team, would of course, have the freedom to join one of those groups if they wished, with the understanding that it would involve withdrawing from the Interim Support Team.

John Marsh, Interim Minister,
Unitarian Society of New Haven
Pronouns: he him, his