

Unitarian Society of New Haven
Minutes of the Meeting of the Board of Trustees
June 9, 2022, Via Zoom

Approved by the Board on August 11, 2022

Board Members Present:

President - Emily McCave

Becky Reeve

Vice President - David Jones

Tina Santoni

Clerk - Aimee Cotton Bogush

Sue Trotta-Smith

Rich Stockton

Others Present:

Rev. Lindasusan and Jean Rosenthal from Management Team

Gather & Chalice Lighting

The meeting was called to order at 6:36 p.m. and the chalice was lit. The covenant was read and check in took place.

Minister's Report –Rev. Lindasusan (attached)

People seem frayed around the edges, worn down with the news and the resurgence of COVID. If you encounter this, gently remind people to come back into covenant. Finished evaluations for staff. Adding to the report, they will be meeting with the MAST folks on 6/22/22 and will review the charge for the team and do a self-evaluation. As we think about onboarding new board members, Rev. Lindasusan is happy to be helpful.

Future Planning

Board Effectiveness Evaluation

Emily noted the replies were similar for the questions about exploring the ENDS policies, systematic review of board policies, focusing more on leadership than administrative detail, and there being a clear distinction between the board and the Management Team's roles.

The board touched base on the questions with varied replies: board engagement in ongoing discussions with the congregation that focus on achieving our goals and mission, and board education. Discussion followed as people gave more context for their replies. The pandemic has made communication challenging. Ideas for improving connections to the congregation, specifically a return to having board members available after in-person services were offered.

Discussion also took place about what was useful and what could be improved regarding board education. By and large it seems that people feel the board was pretty effective over the course of the year. The communication piece had similar responses last year too. The board can review in more depth in future meetings.

July Board meeting

The July 14th board meeting will be a potluck with FY22 and FY23 board members present. The plan is to thank those leaving and look ahead with the folks coming on. David will distribute a sign up sheet.

August 28th Summer Board Service

The topic is the 5th principle and will provide an exploration of policy governance. Tina, Becky, and Susan are able to participate in the service. Tina also offered to help with planning.

There is still no vice president. David has 3 people he is going to ask and he is confident one of them will say yes. His hope is to have them at the next board meeting. He needs to review the mechanics of a congregational vote to approve the VP.

Onboarding new members

A discussion took place about what board members found useful when they were new. An orientation notebook and a broader discussion about how policy governance works at USNH were suggested.

Approving Revised Policy Governance Manual

Tina moved and David seconded that we accept the revised Policy Governance Manual with our revised ENDS statements. The motion was approved unanimously. The revised copy will be placed on the website. Emily noted she is pleased we revised them and made them more action oriented.

Reports

Monitoring Policies Report – Policy 1.4 Compensation and Benefits (attached)

Jean reported compliance for the past year and that we are in good shape for the next. Carol Stockton and Jean are the personnel committee (with assistance from Bobbi Pace). Feel free to reach out. No questions or discussion followed.

Closing

Consent Agenda:

The minutes from the May 12, 2022 Board Meeting were unanimously approved.

The minutes from the Congregational Meeting Minutes on May 22, 2022, were unanimously accepted (these will go to the congregation for approval at the fall meeting).

Process Observations

Emily noted we have become a very efficient board but not sacrificing what needs to be done. Everyone holds space for others in our sharing. A lot of great questions - people can ask clarifying questions - people are honest and generous in sharing. It's been a pleasure and I feel grateful to this community and the relationships are the most important. Still available in the consultancy role. Thanks to everyone for making it a great time.

Adjournment

The meeting was adjourned at 7:34 p.m.

Respectfully submitted,
Aimee Cotton Bogush, Clerk

Attachments:

- Minister's Report to the Board
- Board Effectiveness Survey Results
- Monitoring Report – Policy 1.4, Compensation and Benefits



Minister's Report to the Board of Trustees

June 9, 2022

What do you notice?

- Many people seem frayed around the edges. I've noticed congregants sounding more curt and snippy with each other than usual. I suspect this is connected to the recent resurgence of COVID and the pandemic fatigue that comes with it.
- I'm completing evaluations for staff. These are in the form of a letter with feedback rather than the more involved rubric of past years, but I wanted to make sure they didn't go without. (As his direct supervisor, Jamie will complete Oscar's evaluation.)

Do you have questions?

- Is there anything might be helpful for me to share with the newest members of the Board as they start their terms?

What do you need?

- If you hear any curtness/snippiness around USNH, I invite you to remind people gently that our covenant asks us to use kind language with each other and to speak with care and consideration. Such a reminder from you as a fellow congregant comes across differently than one from the minister.

Anything else?

- Upcoming schedule
 - * June 25 - July 19: vacation (except for a wedding on July 2)
 - * July 20-24: Association for UU Music Ministries (AUUMM) conference
 - * July 25-31: vacation
 - * August 1 or 2: on-board the new Director of Music
 - * I'll also take time for study leave in August; dates TBD
 - * Please also note that starting in August, I'll be moving my day off to Mondays. Fridays will become my writing day.

June 2022 Board Effectiveness Survey Results

<p>Part A: To what extent did the Board: [1. “re-explore Ends policies” (2.4 Agenda Planning)]</p>	<p>To a very large extent (4) To a large extent (3) To a moderate extent (1)</p>
<p>Part A: To what extent did the Board: [2. engage in “ongoing discussions [with the congregation] that focus on achieving our shared values and mission” (2. Global Governance Commitment)]</p>	<p>To a large extent (2) To a moderate extent (3) To a small extent (2) Not at all (1)</p>
<p>Part A: To what extent did the Board: [3. “systematically monitor and review Board policies” (2.4 Agenda Planning)]</p>	<p>To a very large extent (4) To a large extent (3) To a moderate extent (1)</p>
<p>Part A: To what extent did the Board: [4. “continually improve Board performance through Board education and enriched input and deliberation” (2.4 Agenda Planning)]</p>	<p>To a large extent (4) To a moderate extent (1) To a small extent (3)</p>
<p>Part A: To what extent did the Board: [5. “provide education and communication to enhance the congregation’s understanding of policy-based governance” (2.4 Agenda Planning)]</p>	<p>To a large extent (1) To a moderate extent (5) To a small extent (1) Not at all (1)</p>
<p>Comments from Part A Questions:</p> <ul style="list-style-type: none"> -I was with the board for only half the year. I did not participate in any early planning/work. -Continued Covid safety measures impact the boards ability to communicate with the congregation. I believe the board worked well within the parameters of limited in person opportunities. -For questions 2 & 5, I did not feel that we engaged in direct communication with the congregation and certainly did not engage in discussion with the congregation. It would be interesting to explore alternate ways of achieving this for next year. 	
<p>Part B: To what extent did the Board: [6. focus on “strategic leadership more than administrative detail” (2.2 Governing Style)]</p>	<p>To a very large extent (1) To a large extent (4) To a moderate extent (3)</p>
<p>Part B: To what extent did the Board: [7. function with a “clear distinction of Board and Management Team roles” (2.2 Governing Style)]</p>	<p>To a very large extent (3) To a large extent (5)</p>

<p>Part B: To what extent did the Board: [8. focus on “the future rather than the past or present” (2.2 Governing Style)]</p>	<p>To a very large extent (1) To a large extent (4) To a moderate extent (2) To a small extent (1)</p>
<p>Part B: To what extent did the Board: [9. “focus...on the intended long-term impacts or ends...not on the administrative or programmatic means of attending those Ends” (2.2.3 Distinguishing Ends From Means)]</p>	<p>To a very large extent (1) To a large extent (5) To a moderate extent (2)</p>
<p>Part B: To what extent did the Board: [10. stay informed regarding the financial needs and status of the congregation and provide appropriate financial oversight when needed]</p>	<p>To a very large extent (5) To a large extent (3)</p>
<p>Comments from Part B Questions:</p> <ul style="list-style-type: none"> - Having never served on the board before the new policy governance was implemented, I was impressed with how well the system works to serve the congregation. 	
<p>Part C: To what extent did the Board: [11. encourage and consider a diversity of viewpoints (2.2 Governing Style)]</p>	<p>To a very large extent (1) To a large extent (5) To a moderate extent (2)</p>
<p>Part C: To what extent did the Board: [12. keep deliberations “fair, open, and thorough but also timely, orderly, and kept to the point” (2.5.1.1. Meeting Leadership)]</p>	<p>To a very large extent (5) To a large extent (3)</p>
<p>Part C: To what extent did the Board: [13. “enforce upon itself whatever discipline is needed to govern with excellence..[in] matters such as attendance, preparation, policymaking principles, respect of roles, and ensuring continuance of governance capability” (2.2.4 Board Discipline)]</p>	<p>To a very large extent (2) To a large extent (4) To a moderate extent (2)</p>
<p>Part C: To what extent did the Board: [14. “invest in its governance capacity” by using training and retraining to “orient new Board members, as well as to maintain and increase existing Board members’ skills and understandings” (2.8.b Cost of Governance)]</p>	<p>To a very large extent (1) To a large extent (2) To a moderate extent (2) To a small extent (2)</p>
<p>Part C: To what extent did the Board: [15. maintain the highest of ethical standards and behaviors (2.2 Governing Style)]</p>	<p>To a very large extent (7) To a large extent (1)</p>
<p>Part C: To what extent did the Board: [16. “monitor and regularly discuss the Board’s</p>	<p>To a very large extent (3)</p>

process and performance as necessary and at least annually” (2.2.1 Excellence in Governing)]	To a large extent (4) To a moderate extent (1)
Part C: To what extent did the Board: [17. hold the Management Team accountable for pursuing the Ends prioritized by the Board]	To a very large extent (3) To a large extent (4) To a moderate extent (1)
Comments from Part C Questions: <ul style="list-style-type: none"> - We do not have a VP heading into the new year. - we could benefit from more diversity in opinion 	
Please rate: [18. the current Board size]	Excellent (4) Very Good (1) Good (3)
Please rate: [19. the diversity of identities on the current Board]	Very Good (1) Good (4) Fair (3)
Please rate: [20. the balance of officers and at-large trustees on the current Board]	Excellent (1) Very Good (3) Good (4)
Please rate: [21. the schedule of Board meetings (frequency, length)]	Excellent (2) Very Good (3) Good (2) Fair (1)
Please rate: [22. the engagement and focus during Board meetings]	Excellent (4) Very Good (4)
Please rate: [23. the overall effectiveness of the FY21 Board]	Excellent (2) Very Good (5) Good (1)
Comments from Questions 18-23: <ul style="list-style-type: none"> - item 21, we sometimes needed more meeting-time - The meetings were organized and ran very smoothly. I am hoping that during the warmer months we may be able to meet in person outside. 	

MT Interpretation and Monitoring of Policy

Governance Section 1.4

Last reported to the Board 6.10.2021

1.4 Compensation and Benefits

With respect to employment, compensation, and benefits to employees, consultants, contract workers, and volunteers, the Management Team shall not cause or allow jeopardy to the fiscal or institutional integrity of the Society.

Accordingly, the Management Team may not:

- a. Change any minister's compensation, benefits, or allocated professional expenses previously established by the Board.

MT Interpretation:

The management team includes changes to the minister's compensation, benefits, or allocated professional expenses only when staff-wide COLA or structural changes are recommended by the Personnel Committee as part of the new annual operating budget. When these changes are accepted by the Board and the Congregation we assume they replace the "previously established" numbers.

- b. Promise or imply permanent or guaranteed employment.

MT Interpretation: No interpretation required

- c. Recommend compensation and benefits that create obligations over a term longer than revenues can be safely projected.

MT Interpretation:

The Management Team is responsible for including compensation and benefit payments in the annual operating budget which projects sufficient income to make those payments. MT recommendations on compensation and benefits are limited to a single fiscal year.

- d. Establish current compensation and benefits that deviate materially from the non-profit, geographic, and professional market for the skills employed.

MT Interpretation:

The Management Team relies on the Personnel Committee for compensation and benefits advice. The committee has direct experience, is highly qualified and takes note of both UUA recommendations and general market conditions.

Policy sections approved by the Board: October 9, 2014; revised February 12, 2015

MT Interpretations approved by the Board April 2018; revisions to a., b. and c. approved June 2019

MT Report

There have been no variations to any of the salary provisions of the 2021-2022 operating budget with the exception of reduction in the hours for our childcare providers. At times when in-person attendance at services has been discontinued due to the pandemic, childcare during services has not been required.

The Operating Budget for 2022-23 includes a 3% COLA and additional adjustments for two of our staff so that almost all staff salaries are close to the mid-point of the UUA salary recommendations

We report compliance with all the paragraphs of this section.

Report submitted by the Management Team June 9th 2022