

## **Unity Church Unitarian: Meeting of the Board of Trustees November 10, 2018**

The meeting took place at Unity Church-Unitarian, 733 Portland Ave, St. Paul, Minn.

**Board of Trustees (BOT) members present:** Nila Gouldin, Nancy Evert, Justin Cummins, Bailey Webster, Ruth Kirkland, Jennifer Tong, Terry Linskey, Jill Van Koolwijk, John Steiner-Manning.

**Executive Team (ET) members present:** Rob Eller-Isaacs, Janne Eller-Isaacs, Barbara Hubbard, Lisa Friedman, Kathryn Jay (Hallman Intern).

**Others present:** Clover Earl (incoming Board nominee), Jane Thomson (ARLT), Laura Park (Unity Consulting).

Justin Cummins called the meeting to order at 9:06 a.m.

Check-in question: What gets me up in the morning is...

An opening reading was offered by Nila Gouldin.

### **Agenda change: report from the ARLT**

Presented by Jane Thomson

Jane passed out a summary of an interview that she and Signe Nestigen conducted with K.P. Hong.

The ARLT has been talking about whether they should continue to exist. Jane read the document that will be presented at the Annual Meeting.

### **Discussion and recommendation of proposed annual budget**

Barbara passed out 2019 operating budget notes – make sure to add that to the meeting book.

Barbara and her team have been working on getting their arms around the new limitations around financials, which is why financial info has been going out so late.

Barbara is doing a budget session tomorrow morning between services for anyone who wants to know more before the Annual Meeting.

The packet the board received detailed than the congregation will get at the Annual Meeting. They will receive a simpler version of the Proposed Operating Budget – Fiscal Year 2019, with budget notes and explanations included. People who go to the budget session tomorrow will receive the detailed version.

The financials task force has been working with Barbara on presentation of financials. Justin invited comments from the task force on the budget. The task force wants to work towards the board increasing understanding of general concepts rather than digging into specific numbers today, since we just received the financial packet.

There was a discussion of the planned use of the Helener Currier Fund. It was raised that it's a lot of money to earmark for multicultural work in the next three years. There is some reticence about what specifically "multicultural work" means and looks like. That's where Team Dynamics comes in – to help clarify what we're working towards.

At the last board meeting, the board approved new language in limitations around financials. There is now a limitation to guide the spending of unrestricted gifts. Under \$20,000, the funds can be used without approval from the board. Gifts over \$100,000 must have a plan presented to and approved by the board.

Process question: we have not formally approved the Currier Fund allocation plan yet. By approving the FY 2019 budget, we are essentially approving \$140,000 of it.

\$220,000 of the Currier Fund is earmarked for a board-designated endowment fund.

The ET's intention with board-designated endowment, is to set aside money to benefit the church's efforts around multiculturalism into the future.

***Jill Van Koolwijk moved to recommend the FY 2019 Proposed Operating Budget to the congregation for approval. Jennifer Tong seconded the motion. The motion passed unanimously.***

Discussion: How will we "roll out" to the congregation an explanation of the Currier Fund and what it will be used for? The ET will present an explanation to the congregation.

### **Proposed Capital Budget – Fiscal Year 2019**

Storage Unit: estimate on a project to tear down the two-car garage behind the duplex and erect a storage unit.

Panic hardware is needed because the SE sanctuary doors were damaged during the shooting outside of Unity.

***Ruth Kirkland moved to recommend the FY 2019 capital budget to the congregation for approval. Terry Linskey seconded the motion. The motion passed unanimously.***

Discussion: capital pledges in reserve is money held from capital pledges from previous years. Keeping money in reserve is intentional.

The origin of the ongoing request for capital funds from the congregation was an effort to address debt service after Unity Tomorrow campaign, to protect the operating budget from ongoing capital funding needs. The board requested that a short narrative explaining the excess reserves and the purpose of capital pledges be included in the Annual Meeting packet.

There is more than \$20,000/year for repairs and equipment maintenance in the operating budget.

### **Monitoring Reports – ET report**

***Ruth Kirkland moved to accept the Executive Team’s report as in compliance with Policy I.B. (Program Outcomes and Membership). Jill Van Koolwijk seconded the motion. The motion passed unanimously.***

***Nancy Evert moved to accept the Executive Teams report as in compliance with Policy II.A. (ET Constraint). Ruth Kirkland seconded the motion. The motion passed unanimously.***

***Jill Van Koolwijk moved to accept the Executive Team’s report as in compliance with Policy II.B. (Staff Changes). Nila Gouldin seconded the motion. The motion passed unanimously.***

***Nancy Evert moved to accept the Executive Team’s report as in compliance with Policy II.D. (Financial Planning and Budget). Jill Van Koolwijk seconded the motion. The motion passed unanimously.***

Discussion: with the changes to limitations, what does the board require from the ET in terms of reporting compliance? Barbara is working with Laura Park and the Financials Task Force, it’s a work in progress.

***Jill Van Koolwijk moved that the Executive Team is not in compliance with the limitations of Policy II.E (financial condition), and the board is satisfied that the plan the ET has presented will move us toward compliance. Terry Linskey seconded the motion. The motion passed unanimously.***

Discussion: with the \$150,000 from the Currier Fund earmarked for debt service, will we pay it in one lump sum or \$50,000/year? There is a \$200,000 ceiling on how much capital we can pay down in addition to scheduled debt service. It would make sense to pay all in one year, because it would impact interest in following years.

Changes to report: 2. “we will propose to complete the replenishment” 6. Delete the italicized Team Dynamics reference. *The report has been updated in BoardEffect.*

Team dynamics: the ET wants to have the agreement signed by January 1<sup>st</sup>, and they need approval of the contract from the Board today. We’ll address that later on in the meeting.

***Nancy Evert moved that the Executive Team's report is in compliance with Policy II.C. (Staff Compensation). John Steiner-Manning seconded the motion. The motion passed unanimously.***

***John Steiner-Manning moved that the Executive Team's report is in compliance with Policy II.H. (Communication and Counsel). Nila Gouldin seconded the motion. The motion passed unanimously.***

Discussion: Has the Columbarium project been shared with the congregation? No. It will be presented at the Annual Meeting. The architects will present a sketch of the project for people to react to. This is not something that will move forward unless there is critical mass. The ET will get legal counsel about what happens in the future if there are changes to the building, the church moves, etc.

Templeton Foundation: Barbara and Laura have a meeting with Sally Scoggin for advice. They have questions about funding for administrative work, IP issues, etc. Most of this will be resolved by Thanksgiving. Laura is applying for two years of funding.

***Terry Linskey moved that the Executive Team's report is in compliance with Policy II.J. (Antiracism and Racial Healing). Nancy Evert seconded the motion. The motion passed unanimously.***

#### **New agenda item: Team Dynamics contract**

The ET interviewed four firms for the Multicultural work. It was challenging to talk to the firms without a good idea of what we want the results to be. The ET told each of them who we are, and asked for proposals for what the firm would like to do working with Unity. Team Dynamics had far and away the best proposal. There will be higher costs at the start, so it won't be \$52,000 every year for four years. The ET is unanimous in recommending that the board approve the contract.

***Jill Van Koolijk moved to approve the Team Dynamics contract. John Steiner-Manning seconded the motion.***

Discussion: there were some concerns about the sloppiness of the contract. The board requested including in the contract who Team Dynamics would be working with directly at Unity (this has been agreed on but not in the contract). K.P. Hong will be the direct contact.

The contract is not specific enough in the plans for coaching vs. small group work. There is nothing in the contract about change orders, which are pretty standard in this type of relationship. As the work gets under way, as changes need to be made to the plan, they can be approved and implemented.

Also need more specifics around congregational engagement. Congregation vs. staff work? A lot of language around staff in the contract, not much about congregation.

The board requested that the contract specify the difference between prep-work and implementing the plan. Could the contract be divided between these two?

The fees seem very reasonable, based on past board member experience.

There are too many changes that need to be made to have a board vote right now. The board decided to able this until the December meeting; the ET will send out contract in advance and the board will have a discussion over email. There will be a quick vote at the December meeting.

Rob will ask Team Dynamics to have a revised proposal to the ET by November 30<sup>th</sup> for review for the December meeting. The Board will approve pending counsel, and then Sally Scoggin will review the following week. If there are changes material enough to bring it back to the board, then the board will revisit.

### **Prophetic Leadership**

#### Board Capacity:

Bailey Webster gave a brief BoardEffect Demo.

#### Board Evaluation:

Board self-evaluation interpretation.

Individual effectiveness: everything in mid-3's to low-4's. Highest of survey. Overall people feel that they are doing what they need to to be an effective board member.

Board effectiveness: More of a spread in responses. People may be reading the statements differently.

Relationship with the ET: this section had the lowest ratings.

Board mechanics: timeline for receiving materials was rated lowest out of any question.

Overall topics: there is optimism around using BoardEffect to increase board efficacy. Improving communication and conversations between the ET and the Board came up a lot in comments.

Evaluation report at Annual Meeting: Nancy drafted a report to be presented next week. Should we include this at the Annual Meeting? The board agreed that we should.

#### Financials Task Force:

Nothing to report.

#### Policy Subteam:

Tweaks to governing policies, as well as the bylaws. The materials presented are exactly as they were before except for language that was requested to be removed when the changes were approved. The Board asked to include the intro letter of explanation in the Annual Meeting packet.

***Ruth Kirkland moved to approve the final version of the bylaws as presented. Mila seconded the motion. The motion passed unanimously.***

Policy tweaks:

John Steiner-Manning moved to approve the final version of the policies as presented, with the following amendment: change “executive team” to “executive leadership” in every instance. The motion was seconded by Nila Gouldin. The motion passed unanimously. Motion passed Barbara will add today’s date on all policies, and do a find and replace.

Transition subteam:

Discussion of ministerial transition plans document to share with the congregation at the Annual Meeting (also send out in an email and uploaded onto the church website).

**Consent Agenda**

***Ruth Kirkland moved to approve the consent agenda, with the following amendments:***

- *Minutes amendment: Under Financials task force heading, change text to: “Two main themes: strengthen accountability and updating and clarifying language.”*
- *Minutes amendment: Remove Nila from the roster.*

***John Steiner-Manning seconded the motion. The motion passed unanimously.***

**Annual meeting and pancake breakfast**

Bailey, Justin, Terry, and Clover will be there at 7. Everyone else should arrive at 8:15.

Bequest announcements: this hasn’t been done historically, but all of the bequests received this year should be announced along with the Currier Fund.

Annual meeting discussion:

How do we want to present the newly articulated, Ends, Mission, and Values? Talk about the information we received from the congregation in the Ends process, how we processed it. Revisit board column announcing the new Ends – read out loud? Bailey and Nila will write a script!

December meeting:

Plan to have the meeting in December before eating and party, so that we’re in the frame of mind necessary to actually do some business.

Location and food? Meet at the church – Center Room. Food from El Burrito Mercado. Nancy will order food. Bailey will bring dessert. We need enough food for 18-20 people.

Nila Gouldin offered a closing reading.

Justin Cummins adjourned the meeting at 1:07 p.m.

*Respectfully submitted by Bailey Webster, secretary.*