

# FUUCA Board of Trustees

Meeting date: **Tuesday, April 19, 2011**    **Started: 6:30 PM**    **Ended: 8:30 PM**

Location: FUUCA

Purpose/Notes: Regular scheduled meeting

Chaired by: Eric Stimmel

Minutes rec. by: Klondike Steadman

## Attendance:

Present: Brent Baldwin, Meg Barnhouse, Margaret Borden, Ann Edwards, Luther Elmore, John Franks, Sean Hale, Eric Hepburn, Chris Jimmerson, Rose Ann Reeser, Klondike Steadman, Brendan Sterne, Eric Stimmel, Susan Thomson

Regrets:

Absent:

Late:

## Guests:

Ed Brock (present)

## Meeting Documents:

- 2011 4 New & Resigned Member Report for March 2011.pdf
- 2011 April Nom Com Report.pdf
- 2011.05.Congregational Report.pdf
- ED report IV-11.doc
- Financial Report March 2011.xls
- Introduction of New Interim DRE.docx
- Mar 2011 F Report Coversheet 13-IV-11.doc
- Minutes\_3-15-2011.pdf

## Meeting Minutes:

### 1. Committee business

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#### 1.1. Call to Order

Eric Stimmel

The meeting began on time.

**Status:** Completed

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#### 1.2. Board Covenant

Ed Brock

**Status:** Completed

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#### 1.3. Adopt Consent Agenda

Eric Stimmel

**Resolution #:**

**Moved by:** Laura Wood

**Seconded by:** Chris Jimmerson

**Status:** Carried

**Vote:** All

**Documents:**

- 2011 4 New & Resigned Member Report for March 2011.pdf
- 2011 4 New & Resigned Member Report for March 2011.pdf
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- Financial Report March 2011.xls
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- Minutes\_3-15-2011.pdf

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#### 1.4. Adopt Agenda

Eric Stimmel

Agenda adopted with the addition of Sending Representatives to the Dwight Brown Leadership Experience.

##### Resolution #:

**Moved by:** Margaret Borden

**Seconded by:** Sean Hale

**Status:** Carried

**Vote:** All

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#### 1.5. Visitor's Forum

Ann Edward and Luther Elmore were observing as nominated board members for next year. There was no one who wished to present at the Visitor's Forum.

**Status:** Completed

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### 2. Old business

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#### 2.1. Report on Audit Committee

Kae McLaughlin

Kae reported that she has recruited 4 members for the audit committee. The current arrangement is that Eugene Balaguer will chair, Kae McLaughlin will be a non-auditing member until she passes from Treasurer to Finance Committee Chair, and the new recruits are Karen Neeley, Richard Halpern, Mary Jane Ford and Joseph Hunt.

This announcement was met with great enthusiasm and applause and everyone commended Kae for working so diligently to create such a crucial committee.

**Status:** Completed

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### 3. New business

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#### 3.1. FUUCAFE Recap

Susan Thomson

Susan gave a report on World Cafe model discussion held at the March 16 Meet and Eat (see attached report).

##### Documents:

- FUUCAFE 3\_11 Notes.doc

**Status:** Completed

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#### 3.2. Dwight Brown Leadership Experience Discussion.

Margaret Borden

This is the UUA's training for Lay Leaders and staff August 7-12th in Denton, TX. Churches must send at least 2 members to be admitted. Margaret stated that this would be an amazing opportunity and would be a shame to miss. She was requesting approval to use restricted funds to pay for 2 members to attend this training. The restricted funds would need to be approved by the Executives.

It was pointed out that there are only 2 days to the deadline (though we apparently could get an extension) and we need 2 volunteers who are willing and able to attend for an entire week.

There was general willingness to support candidates who chose to attend.

**Status:** Completed

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#### 3.3. New Proposal for June Board Retreat

Chris Jimmerson

Given that we have moved the "Making it Happen" workshop to the Fall when Meg is here, Joe and the GTF have come up with some exciting new ideas for the June Retreat.

June 10 & 11 meeting will be the Board Retreat here in Austin with Joe Sullivan who will take us through a "refresher course" on Policy Governance.

The "Making it Happen" workshop will likely be moved to August sometime after Meg arrives.

There will also be a "Kicking it Off" evening with District Executive Susan Smith after Meg arrives to build the relationship between the board and the minister.

**Status:** Completed

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### **3.4. How to direct a "replenishment plan" for Saving Fund**

Klondike Steadman

Given that we have written into our proposal "The leadership shall make all efforts to replenish the Memorial Savings Fund" the board considered how we might go about this in a manner that would support the executives work and still be clear about our intentions.

Discussion centered around whether we should write a one time policy or if there was some way to structure our Executive Limitations so that any time money was taken out of savings the Executive would be required to come up with a plan to replenish it. The Governance Task Force was asked to look into it.

**Resolution #:**

**Status:** Deferred: 5/17/2011

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### **3.5. Review pre-cong, prepare for congregation meeting**

Eric Stimmel

The board reviewed the pre-congregational meeting and discussed how we felt we should proceed at the May 15th congregational meeting.

The board discussed the finance chair's recent proposal to use board restricted funds, specifically the Long Range Fund, to fund the Volunteer Coordinator Position. The general feeling was that the congregation had already taken one vote on the proposal to fund through the "Memorial Savings Fund", that this new proposal had not been raised in the past six months and therefore was not reasonable to subvert the process that was already under way with this new proposal. In addition, it was felt that dipping into restricted funds was less direct and democratic than asking the congregation to consider whether or not to use its own assets to fund a new position.

It was also discussed how we should publicize clear pro and con views on the proposal to fund the VC. The Governance Task Force recommends that a board authored pro version and con version (authored by Stefan Windsor and anyone else he chooses to ask) should be made available on the website and in hard copy with notice of this going in the newsletter. Brendan moved to follow this recommendation and Chris seconded. The motion passed with Eric H abstaining.

Margaret volunteered to contact Linda about the board's forthcoming notice .

With regard to by-laws changes we need to address the question that came up regarding how the proposed by-laws changes would remove the 2-vote requirement to use money from the Permanent Endowment Fund. Chris stated that the way that churches and non-profits typically protect their endowments and legacy gifts is not to have special voting restrictions, but is, rather, through the mechanism of a gift instrument that clarifies how the donor says the funds may be used. With this instrument the church, if it chooses to accept the gift, cannot legally under any circumstances vote to use the funds for other purposes.

There has been a great deal of concern about how the FAMP will be absorbed into the new policies, particularly since many people view the FAMP as a covenant stating we will take two votes to change anything about the FAMP. There was general agreement that we want to do everything we can to honor that covenant while still moving toward more efficient modes of governance, therefore our proposal at the May 15th meeting will be to suspend all policies and by-laws that are in conflict with the FAMP so long as the FAMP is still in effect. We will then propose to take the first vote dissolve the FAMP given the more efficient and, in many cases, stronger financial controls that will be present in the new By-Laws and Policies. The FAMP will remain in effect until such time as the congregation votes at a second regularly scheduled meeting to dissolve it.

With regard to the proposal to change the membership age Susan had researched various churches and found that there were many different approaches to handling voting ages, but that many of them tied voting to their "coming of age" program. It was generally agreed upon that we would follow this model and therefore propose a voting age of 14 to correspond with our own Coming of Age program. Furthermore, given that no legal reason could be found to bar youth from voting on contracts or financial matters the

board felt that it made more sense to simply set a single requirement and standard for membership rather than creating a separate membership category.

**Resolution #:**

**Status:** Carried

**Vote:**

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### 3.6. Break

Eric Hepburn

Eric brought scrumptious vittels.

**Status:** Completed

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### 3.7. Report on the new DRE

Ed Brock

Ed brought the board up to speed with regard to the new appointment for interim DRE, Barbara Stoddard. Ed stated that both Connie (Ed can you send me her full name and title?) and Lena both independently make this recommendation. Ed feels that Ms. Stoddard is an excellent fit for this church at this time.

**Documents:**

- Introduction of New Interim DRE.docx

**Status:** Completed

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### 3.8. Executive to Board Communication

Eric Stimmel

Laura suggested that with regard to important decisions that have a major impact on the church, but do not require board approval, that there be clear communication with the board.

Eric H asked if we had already written exec limitations regarding keeping the board informed. The board looked at the Executive Limitations and indeed found that Section H. states "With respect to providing information and counsel to the board, the Senior Minister shall not cause or allow the board to be uninformed or unsupported in its work."

The board discussed how it would function with the executive under this policy and whether this policy was sufficient as written or needed something more specific.

**Status:** Completed

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### 3.9. Approve Board appointed nominating committee members

Eric Stimmel

The board approved the selection of Pat Walters and Derek Howard as the board appointed members of the Nominating Committee for 2011-2012.

The board expresses our sincere appreciation to the Nominating Committee for its dedication and excellent work. And we express our excitement regarding the new board nominees.

**Resolution #:**

**Moved by:** Chris Jimmerson

**Seconded by:** Margaret Borden

**Status:** Carried

**Vote:** All

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### 3.10. Reviewing the accomplishments of the last two years

Chris Jimmerson

The board went around the room brainstorming about various accomplishments, positive changes and high points experienced at church in the past two years. Below are a few:

1. A stellar Settled Minister Search Committee which did an amazing job.
2. Through careful and thoughtful deliberation and linkage with congregation came up with an amazing Mission, Values and Ends.
4. We learned how to stop making the perfect the enemy of the good.
5. Name badges are available in a timely manner and are easy to find.
6. Board and Executive covenants have dramatically improved work culture.
7. Congregational behavioral covenant has done the same for the congregation.
8. The staff has begun the practice of reading the covenant of healthy relations at staff meeting
9. Drafted a set of governing policies
10. Board presented a balanced budget 2 consecutive years.
11. Highly successful stewardship drive.

13. Excellent Nominating Committee that provided amazing candidates as well as great training.
14. A great resurgence in fellowship at church.
15. We have implemented the first board linkage plan with the congregation and thereby made ourselves more available to the congregation.
16. The board has been much more visible to the congregation through actions such as the Sunday announcements.
17. We have changed our relationship to the executives to be supportive and more effectively delegated the work of the church to them.
18. We have done great work with the two interim ministers to heal ourselves and the whole church and move forward to a bright future.
19. New website
21. We have struggled to "get it right" - to look deeply at every decision and see if it is appropriate to board work.
22. October 30th 2010 there were approx 94 children enrolled in the RE program. Today there are 159.
23. In the presence of a lot of change and a lot of anxiety we have strived to and generally succeeded in remaining calm.
24. All of our work has been directed toward freeing up creative energy for doing the work of the church.
25. Intergenerational choir.
26. Let the staff manage the budget without micromanaging, resulting in a budget that came in within \$1,000 of its target last year.
27. Had a 5 week period in which we worked together as a entire church on a single theme.
28. New database.
29. 2 strong interim DRE's.
30. Board letting go of details.
31. Stronger confidence in execs.
32. Board meeting have a positive feeling.
33. The board was resilient in the face of a lot of turmoil and we handled it with equilibrium and success.
34. Responded extremely well to crisis that could have crippled the church, but instead used that as an opportunity to have a well-spring of creativity and progress.
35. The good humor clause in the covenant has been held in high esteem.
36. We have embraced our mission by reading it every Sunday and thereby changed the culture at church.
37. We have not been isolated, we have been a part of our local and national community.
38. Revitalized congregation care.
39. Repainted the RE wing.

**Status:** Completed

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### 3.11. Church security

Nell Newton

A certain incident at church has prompted action to protect church members. Nell gave an update about a former member who recently acted in a erratic and aggressive manner. If this person should make contact with or an appearance at the church again we will probably issue a criminal trespass warrant.

**Status:** Completed

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### 3.12. Extend meeting by 15 minutes

Chris Jimmerson

**Resolution #:**

**Moved by:** Chris Jimmerson

**Seconded by:** Brendan Sterne

**Status:** Carried

**Vote:** passed

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### 3.13. Executive Session

Ed Brock

**Status:** Completed

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## 4. Committee business

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### 4.1. Process Evaluation

Susan Thomson

The most common concern noted on the last process observation was that we got "into the trees" too much.

**Status:** Completed

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**4.2. Board-Executive Team Covenant Reading**

Ed Brock

**Status:** Completed

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