

First Unitarian Universalist Society of San Francisco
Regular Board Meeting
August 19, 2008

Present

Jane Park, moderator
Matt Fuller, vice moderator
Thad Smith, treasurer
Ben Bear
Carol Johnson
Mike McGirr

Stephen Schwichow
Don Williams
Sonnie Willis
Bill Wise
Claire Weber, secretary
Nancy Evans, Executive Director

Excused

Tara Hernandez
Greg Stewart, Senior Minister

Call to order. The meeting was called to order by Jane Park at 6:55.

Opening. Claire read opening words from George Bernard Shaw about living life for the whole community.

Agenda review. An update on the California Pacific Medical Center construction was added as first item under “old business.”

Consent agenda. Minutes of the meeting of July 15, 2008, were accepted without change.

Jane reviewed which board members need hard copies of text and excel distributions from Nancy.

Jane noted that the UUA info about allowable Board political activity has been distributed to board members by email.

Reports.

(No July report was scheduled from the Senior Minister.)

Executive director’s report. Nancy reviewed her printed report. Matt asked about the charge noted as workers comp for one-time employees. Nancy explained that the church is required to pay workers comp for each such person, including musicians for special services, etc.

Mike noted that the report discussed sanctuary sound issues, but there also are some sanctuary lighting concerns. The front corners are very dark and difficult to illuminate. He suggested this problem be added to the list of items for the sanctuary. Nancy noted that it is problematic to adjust lighting for an event and then return to the usual settings. Someone must enter the attic to alter the settings and then restore them later. Mike said Mark has expressed some concerns about lighting for music in the sanctuary.

Jane asked about training for safety and security in the fall. Nancy said that John Robinson had found a person who is a registered social worker and nurse who also does trainings about how to deal with difficult or unstable people and his approach is appropriate for this congregation. Nancy hopes to confirm an October training date and have as many members as possible attend the training. She pointed out that this kind of training information would be helpful to all members, not just the safety and support committee.

Year end financials. Mike expressed his gratitude to Nancy and staff for managing the budget well in difficult financial times. He recognized that it was difficult to get a good result and the board appreciates it. The board expressed agreement with Mike's comment -- Matt called the financial result "phenomenal." Nancy noted that half of the loss is related to the decline in securities value. Also, the elevator money was taken from the Schwab account to pay for elevator-related costs.

Nancy answered the (unasked) question: What is the "net income offset" of \$191,000 on page 2? She described the function of this number in the financial statement as explained to her by Grace Lam. Mike pointed out the decline in unrestricted assets. Nancy agreed it is a serious decline and said the board will need to look at the issue again soon, particularly when new unrestricted funds become available. We spend about \$100,000 each month, so we have less than three months worth of expenses in the unrestricted reserves.

Old business.

Cathedral Pacific Medical Center (CPMC) report. Bill distributed info summarizing the current status of the new CPMC building on the site of the current Cathedral Hill Hotel. California seismic requirements for hospitals necessitated a new hospital building. Construction will likely start at the beginning of 2011. The project is expected to require four years of construction work, seven days a week and 17 hours per day. The most recent plan reduces the building height to 15 "hospital stories", which is equivalent to one and one-half times that height for a regular building. This height clearly exceeds current planning regulations and will require a city variance. The anticipated number of employees is currently about 3600. The ambulance entrance will be on Post. The Franklin Street entrance will serve non-ambulance emergencies, deliveries and trash collection. There will be a nine-story medical office building on the east side of Van Ness. The hospital master plan is finished but the environmental statement is not yet done. Bill noted that this plan is probably close to the final version.

Bill said that St. Luke's has been in jeopardy of closing and Sup. Alioto Piers (and others) were concerned about limiting medical facilities south of Market. It now appears that St. Luke's will be kept open, although it will need to be rebuilt to meet seismic requirements. So the eventual size of the new Cathedral Hill facility may be somewhat dependent on the nature of the new St. Luke's. The church has sent a letter and met with representatives of the project expressing our concerns. Our primary concern is noise

disrupting church activities. Ben asked whether the church can get compensation for the disruption in rental income due to construction noise. Bill indicated we need to investigate that question.

Now what is our next step? The committee hopes to get CPMC project people here to church to talk about the project. The church successfully sued when the Harry Bridges building damaged our building. Bill recommends that we have the church and center evaluated before construction begins so we can document any damage caused by the project. Nancy sent a letter expressing the church's concern about serious disruption for four years. She said we might seek financial compensation for rental revenue loss, possible mitigation, etc. She suggested we list these items formally as a board request. The project representatives were particularly interested when they were told that we had won the lawsuit about the Harry Bridges construction.

Jane suggested and the board agreed that the subcommittee should give us more detail and info about this at the next board meeting. Carol suggested our attorney, Bruce Cowan, be consulted about this issue. Jane suggested Bruce be invited to the next subcommittee meeting. Bill will check with George Mayer about possibly inviting Marchese to the church.

Wade update. Matt announced that the Wade property closed this morning for \$1,425,000. After fees and other expenses, the net balance deposited to the trust account should be about \$1.1 million. He noted that lawyer fees will also be deducted. The net proceeds will be divided with the church receiving half.

Ted Drenton bequest update. Nancy reported there has been no change in this situation. The basic question is whether the church should attempt to establish the validity of a typed document in which Ted Drenton states that he wants to leave property to the church. The document does not appear to be a legally valid holographic will. Nancy is reluctant to formally file with the court a written notice that the church is not interested in making a claim to this estate and she is having difficulty determining who is the appropriate heir to contact about this matter.

Update from April Social Justice Workshop. In April, a UUA representative presented a workshop on social justice, attended by about 30 church members, of whom a subgroup committed to making some changes and reorganizations. Jane, Matt, Stephen and Ben will meet next week with about eight church members who were at the workshop to consider the next steps.

Update on grievances. Jane noted that the board officers had asked that this item be discussed in executive session and that the executive director be asked to stay for the executive session. Motion by Matt that the board go into executive session and that the executive director remain for the executive session. Carol seconded the motion. The motion was approved by a unanimous vote of 10 to 0 with no opposing votes, no abstentions and the moderator not voting.

The board came out of executive session.

Board initiatives.

1. Finance committee update. Thad has repeatedly asked the accounting firm, Lautze & Lautze, for a financial cost estimate of our next financial review. He has finally learned that our auditor is moving to another firm, would like our business to follow him and his departure is why we have not received prompt answers to our inquiries. Our auditor's departure results in the info not being available for the board in October.

Thad said that he knows an accounting firm that deals with nonprofits such as FUUSSF. This firm may be an appropriate candidate for a new auditor since we are now required to make some change in our auditing firm or personnel. Lautze doesn't seem to understand our situation and financial needs as well as another firm might. Thad will check out the other firm and get references.

2. Leadership/policy governance. Matt distributed the revised committee liaison chart. The board agreed to modify the chart by moving "aesthetics" to the Stewardship cluster. The leadership team will suggest the next steps in establishing the liaison program. This will include having each committee cluster make a presentation at a fall board meeting. The following scheduled presentations are included in the handout: September 16 board meeting – "Service to the Larger Community," October 21 meeting – "Spiritual Growth and Learning" and "Stewardship," November 16 meeting – "Support One Another" and "Worship." Info is also provided about what activities the board liaison should or may do regarding contact with committees.

Motion by Stephen to accept report on Board-Committee Liaisons. Ben seconded the motion. The motion was approved by a unanimous vote of 10 to 0 with no opposing votes, no abstentions and the moderator not voting.

Update on Larry Peers Consultancy. Matt reported from the leadership group about the Larry Peers consultancy proposal. Matt has contacted Peers and two churches with whom he has consulted: a UU church in Massachusetts and a United Church of Christ in Phoenix. One is a large church and one is small, one had an ongoing relationship with Peers over several years and one had a single-event consultancy relationship. Each church reported very positive results from working with Peers, particularly the follow-up by Peers after he left town. One church found his work transformational. Based on the feedback from these churches and a review of one written report, Matt recommended to the leadership group that Peers be hired. The leadership group agreed and Jane has e-mailed Peers communicating our wish to hire him as per his proposal.

3. Culture of Generosity/Fundraising update. The subcommittee has no report. Thad agreed to convene the group before the next board meeting. The group includes Thad, Don, Bill and Claire. Jane asked for convener and Thad agreed to do this.

4. Update on Town Hall meetings. Town hall meetings are being scheduled for fall.

5. Covenant and next steps. The proposal from the leadership group was part of the meeting package. Motion by Don to accept board covenant draft designated “Draft-August 2008.” Stephen seconded the motion. The motion was approved by a unanimous vote of 10 to 0 with no opposing votes, no abstentions and the moderator not voting. Jane said the covenant will be presented at the council of committee chairs meeting because it might be a useful tool for committees as well as the board.

New business.

1. Motion to change signers on First Republic Account. Nancy distributed the proposed corporate resolution to open accounts, which the bank needs in order to change the authorized signatories on the checking account to include the current officers. Authorized signatories will be: Jane, Matt, Thad, Claire, Greg and Nancy. Motion by Stephen to direct the board secretary to complete the corporate resolution to add signatures to the account at First Republic Bank. Matt seconded the motion. The motion was approved by a unanimous vote of 10 to 0 with no opposing votes, no abstentions and the moderator not voting.

2. Proposed policy to ban guns. The draft ban was suggested by Claire. Jane recommended that the board discuss it and, if it is approved, refer it to the Safety and Security committee (SAS) for its input and suggestions. Stephen suggested the ban be expanded to include all weapons. Claire said the term “weapon” would need to be defined. Discussion about an exception raised issues of on-duty versus off-duty officers and whether there should be any exception at all. Matt suggested that the SAS could consider the issue of weapon vs. firearm, on-duty vs. off-duty, exceptions to the ban and similar questions. This issue includes questions that are both philosophical and practical. Claire volunteered to provide SAS with a secretary’s summary of the issues raised by the board. Motion by Matt to refer gun ban draft with secretary’s summary of questions to consider to SAS and ask for a report back to the board as soon as possible. Ben seconded the motion. The motion was approved by a unanimous vote of 10 to 0 with no opposing votes, no abstentions and the moderator not voting.

3. Applications from three committees.

Following general discussion, it was agreed to first consider together the applications of Unitarians For the Ethical Treatment of Animals (UFETA) and Unitarian Universalists for Peace (UUs for Peace) and then consider the application of the School of the Americas Watch (SOAW). Motion by Stephen that the board approve the applications of UFETA and UUs for Peace to each be designated as an official church committee. Ben seconded the motion. The board agreed that the motion is to approve the application to be a committee, to approve the committee charge and to find there are at least five church members as committee members.

General discussion followed. Mike said that the financial information submitted with the applications is informational and the board is not required to approve it. Don noted that governance documents cover how committees can apply for grants but these applications

also address grant awards. Matt pointed out that submitted information about each committee's contribution to the church budget is informational only and the board is not approving that specific language. Ben asked about the financial contribution of these committees to the church budget. Stephen said that financial information is requested to let committees know that resources are scarce and committees that want to reserve a space will be able to do so because they are recognized by the church. Also, Dolores Perez Priem wanted to demonstrate that these groups also bring contributions to the church.

Carol observed that the SOA Watch seems more like a participating organization than a committee. She quoted the bylaws description of a participating organization as one that "meets for some purpose not directly concerned with the society but consistent with the principles of the society." Mike agreed that SOA Watch seems to be a participating organization. Participating organizations are required to make a contribution to the church, in lieu of rent, and the board can decide not to charge rent to a particular participating organization. Nancy said SOA Watch is a chapter of a national interfaith organization. Delores and the group make the contribution to the church in appreciation for the large space the organization uses for a few of its meetings.

Following more discussion, Stephen's motion approving both the UUs for Peace and UUFETA was divided by consent to allow the board to separately consider each committee application:

Motion by Stephen to approve the application of Unitarian Universalists for Peace, approve the charge submitted by the group and dated August, 2008, and approve Dolores Perez Priem as chair. Ben seconded the motion. The motion was approved by a unanimous vote of 10 to 0 with no opposing votes, no abstentions and the moderator not voting.

Motion by Matt to approve the application of Unitarians for the Ethical Treatment of Animals, approve the charge submitted by the group and dated August, 2008, and approve Dolores Perez Priem as chair. Stephen seconded the motion. The motion was approved by a unanimous vote of 10 to 0 with no opposing votes, no abstentions and the moderator not voting.

There was general discussion about the SOA Watch application and the differences between a committee and a participating organization. Board members agreed that we approve the activity of this group but are not certain about how to properly characterize its relationship with the church. Motion by Mike to table the SOA Watch application pending review of whether the group is currently an official participating organization and to direct Nancy to speak on its behalf to Dolores about the board's uncertainty concerning the committee vs. participating organization issue. Don seconded the motion. The motion was approved by a unanimous vote of 10 to 0 with no opposing votes, no abstentions and the moderator not voting.

In addition, the board requested that each group redesignate its mission statement as a committee charge.

Upcoming Events and Board Commitments.

Add the following to the events listed in the agenda:

September 7 - New member recognition during Sunday service

September 4 and September 18 – two more Marriage Equality phone banks

Jane will email information to the board about the fall retreat. Possible date –Nov. 8

October 5 - Blessing of the animals

September 6 - GLBT potluck

Appreciation.

Rob Pakenham for organizing the phone banks to defeat Proposition 8.

Matt Fuller for the success of the Wade property sale.

Good and welfare.

Maric Munn has finished her medical treatments.

Marbeth Munn has had cancer removed and has some breathing problems.

George Mayer is recovering from a staph infection he contracted following recent surgery.

Closing. Claire closed with a commentary about grace by poet Marilyn Chandler McEntyre.

Adjournment.

Jane adjourned the meeting at 9:45.