

2023-05-16 Minutes UUSF Board of Trustees Meeting

Rochelle called the meeting to order at 6:37. Board members Rochelle Fortier Nwadibia, Liz Strand, Scott Benbow, Lori Lai, Megan Lehmer, Jonah Berquist, Amy Kelly, and Lucy Smith were present. Staff members Laura Shennum, Minister of Congregational Life, and Laura Ludwig, Director of Operations, were also present. Laura Ludwig volunteered to be process observer. Everyone checked in.

6:56 Feedback

No congregation members were present to offer feedback, but Scott praised Rev Laura for the week's sermon, on What the Constitution Means to Me (the play is available on Amazon Prime, FYI). Rochelle told us she had been elected Vice Chair of the Starr King School for the Ministry board of trustees. Dir Laura, Rev Laura, Amy, and Rochelle will be attending General Assembly in June.

6:58 Agenda Review

Query from Linda re: bylaw amendment in the consent agenda resulted in Rochelle moving it to Old Business. Per Rochelle, though the text of the Article II change is in our agenda, her intent was just to make sure the board had it before GA, even though we would not discuss in this meeting. Article II will be voted on at GA the first time this year with the second vote at GA 2024. Amy has printed Article II to present to delegates before they meet to discuss and prepare for GA discussion.

7:06 Reports. Lori presented the Treasurer's report. Main points are summarized in the written report. She also introduced the budget amendment, which will be voted on at the annual meeting, that details cuts that may be necessary if we don't reach our pledge goal.

At Rochelle's direction Lori described the budget amendment that the congregation will vote on, which is designed to address a potential shortfall in pledges. Cuts in Group A are smaller and eliminate non-personnel items, such as security (no firm has been identified or hired, so no persons are affected), flowers, social justice programs, etc. Those in Group B are larger but include cuts that will affect personnel; e.g., furloughs and hiring delays. She likened these delays —membership and young adult coordinators — to eating our seed corn. Dir Laura noted that the gap between budget and pledges has dropped, so she thinks we'll be able to focus on non payroll-related adjustments.

Scott moved that the full board accept and recommend the proposed amendment drafted by Lori Lai and detailed in her letter to board secretary Lucy Smith on May 14, 2023. Jonah seconded the motion. There was no discussion; Rochelle called the question and the motion carried.

Rev Laura requested volunteers to check in members at Sunday's budget meeting; Linda, Scott,

and Amy volunteered. Rev Laura will monitor zoom attendance, including checking in; Dir Laura will attend via zoom. Rochelle will preside, Lori will be presenting the budget, Lucy will be taking minutes. To speed the check-in process, Scott asked for a single-sided copy of the member list for each person checking in. Checkers-in can tell/count blugers if necessary.

Rev Laura checked with Parliamentarian Bob Bacon, who says that absentee ballots may not be used for anything that might be changed during the meeting. So, a slate of candidates for the board and proposed bylaw changes may be voted on by absentee ballot, but a budget proposal may not. Laura also noted that we need 33 members (of 214) present and voting, either in person or on zoom, to constitute a quorum.

Dir Laura presented her report, the main points of which are summarized in the written report. Kathleen Quenneville, who is heading the lease renewal committee suggests that she present the committee's work in July, when the new board is seated.

The rentals review committee, which is Susie Bernahola, Linda Enger, and Gayle Reynolds, is examining the history of how rental rates are determined, including how discounts are determined.

Rev Laura presented her report. The written report details continuing ramping up of Sunday School, including summer planning. In response to a question about the WEAV program next year, Laura noted that she can't yet say how many programs we might be able to offer next year as that's not in her control; Starr King School for the Ministry will lead on that.

The Journey to Wholeness report was presented by Scott as Jayanti was unavailable. He reminded us that in 2021, after we passed the 8th Principle, JTW became a select committee, which has stabilized the committee and its members for more consistency from meeting to meeting. Under Jayanti's leadership, the committee has addressed all the bullets in her report. Points of note include Beloved Conversations, which was attended by all board members and for which some have signed up for a second term, and the Dr. Paula Cole Jones workshop.

Rochelle was at the Starr King School for the Ministry graduation and met an African American woman who had had an alienating experience at our church during the Tenderloin Tessie Easter brunch. It happened in our space, on a Sunday morning. Rev Laura said that our learning out of this woman's experience is that when an outside group is using our space, we need to make sure everyone is told during announcements in the service what that will mean as far as availability of tables, benches, etc. after the service/during their event. We also must be sure those renting our space know how we expect everyone — our staff, our guests, their guests — to be treated.

7:45 Old Business

Proposition to amend the Bylaws re: expulsion of a member or friend provision. Proposed

change moves authority for removal from congregation to senior staff and board from the congregation. It was written by Vanessa and Scott with copy edits from Lucy and Linda. A check of what the bylaws say about amendments finds no notice requirement. However, per the bylaws, notice of the annual meeting, along with the business to be conducted at the meeting, must be made available to the congregation at least 14 days before the meeting.

Scott volunteered to present the amendment at the meeting; Rev Laura said the Committee on Ministry can speak to the need for this change if congregants have questions. Linda moved that we accept the recommendation of the Bylaws Committee to amend the bylaws regarding expulsion of members using the language proposed by the committee and that the amendment be put to a vote at the annual meeting of the congregation. Amy seconded. Rochelle called the question, and the motion carried.

Scott raised the issue of changing a policy adopted in 2016 regarding operating reserves. The 2016 policy directs that the operating reserves, a combination of the operating reserve investment fund and cash on hand, are for a rainy day only and should not be drawn upon as part of the annual budgeting process. In practice that's what has happened. But "cash on hand" is often on hand because it's being held to pay for capital funds or for designated donations, etc., including restricted uses. The issue needing clarification is whether the current board will allow for a standard draw on the operating reserves. Dir Laura wrote the suggested policy revision, which states that an annual budgetary draw on the operating reserves is permitted. It also clarifies that "operating reserves" consists of the so-named investment account.

Scott moved that existing policy on operating reserves passed by the board in 2016 be 1) rescinded, and 2) replaced by the 2023 proposed language. Rochelle called for a vote, which carried unanimously. She thanked Scott for his patience and hard work.

Amy named our six delegates to GA: Mari Megaloni (virtual), Dolores P. Heilbron, Sam King, Asani Seawell ??, Amy Kelly, and Merle Easton (virtual). Dir Laura queried whether the board discretionary fund can be used to pay for delegates' registration. Amy doesn't know of any requests, but Rev Laura said JTW has some money to pay for BIPoC delegates (attendees?), some of which has been requested. Amy moved to accept the list, Lori seconded; the vote carried.

Rochelle asked that items for the board calendar be sent to Lucy (acting secretary). We are looking for a volunteer to coordinate a new photo directory. It was suggested we put a request in The Flame.

Good & Welfare:

Dir Laura noted that Don Mattusen is in a rehab center, Jonah & Merry and Dennis Adams recently lost cherished dogs, and Rochelle's much-loved cousin has died. Liz will send notes to all. Lucy will send a condolence card from the board to Liz regarding Patrick's entering

hospice.

Rev Laura read closing words from the same source (on joy) as opening. Amy moved to adjourn, Jonah seconded. We adjourned.