

Board of Trustees
Meeting Minutes

All Souls Church, Unitarian

November 16, 2016

7:00 pm

Trustees, Officers, and Staff in Attendance:

Peg Barratt, President

Chuck Dulaney, First Vice President

Anne Bradley, Second Vice President

Ken Ambrose, Trustee

Kysseline Jean-Marie Cherestal, Trustee

Phyllis Caldwell, Trustee

Whitney Cooper, Trustee

Cledwyn Jones, Moderator

Katie Loughary, Executive Director

John Strongman, Treasurer

Tracy Zorpette, Trustee

Allison Ralph, Interim Board Secretary

Rev. Rob Hardies, Senior Minister

Also in attendance: Russell Cross, Georgia Yuan

Not in attendance: Rev. Susan Newman Moore, Associate Minister; Laurie Lester, Membership Secretary;

Chalice lighting and words: Chuck read the words for the lighting from the opening of the ASC BoT policy governance statement

The All Souls' Board of Trustees shall approach its task with a style which emphasizes responsiveness to the congregation, organizational vision rather than individual agendas or interpersonal differences, and strategic leadership rather than administrative detail.

Minutes:

Minutes from October were not reviewed due to a miscommunication over procedure. Approval was deferred until the December meeting.

Additionally, Tracy requested that anytime anyone put items in the Google drive that a notifying email be sent to the Board.

Report from the Goals Task Force

Cledwyn reported that the Goals Task Force has some new membership because about 8-9 folks offered

their help. Cledwyn and Matt Bowen are now working with the team to narrow down goals and figure out a stable survey design and a stable dashboard to use going forward.

Rob expressed interest in getting together with goals team and Katie to review the goals

Cledwyn emphasized the opportunity to reach for low hanging fruit and the most important items.

Regarding the Annual meeting

Cledwyn shared a draft agenda for the annual meeting with no bylaw amendments. He did have a question about the order of the meeting. He noted that the order had changed somewhat from previous years in order to hold essential business done quickly before the loss of a quorum. He also noted that only about five congregants (mostly board members) had attended the congregational budget discussion. This presented a problem in that it becomes difficult to shift the budget vote earlier to maintain quorum while at the same time keeping the democratic process open. Cledwyn asked whether the discussion ought to be maintained prior to the vote, to which Peg's response was in the positive - the budget discussion should take place prior to the vote.

Cledwyn continued with the annual meeting agenda rundown, explaining that the remainder of the agenda consisted of a standard set of reports, and that the Goals Task Force was hoping to continue the use of a "spotlight" approach to discussing the goals, especially on the issue of antiracism. There have also been requests to discuss the status of the steeple and the mortgage as a breakout area to have a quasi - TCC kind of discussion.

Ken asked whether the meeting should have the discussion before the votes, to which Cledwyn replied that quorum (about 101 voting members) would likely be lost. Tracy wondered whether the congregation votes on the goals. Cledwyn noted that they're trying to figure that out. Rob said he thinks they were voted on in years past, but there's nothing in the documentation. In short, we'll have to ask Erica. Peg chimed in that, based on page 3 of the policy governance statement, the congregation should approve

Chuck argued that, since the 5 year strategic plan must be developed by June 2017, we should not push for a vote on goals right now, rather host a discussion. Peg pointed out that tactic would allow the church do put goals development and strategic planning together. Cledwyn noted that the church could very well be gathering data in the meantime as a part of the iterative process.

Regarding the Draft Budget for 2017

Peg began by thanking both John and Katie for their impressive and detailed work on the drafted budget.

Katie began by noting that changes to the budget since last presented were noted on page four of the booklet. That page shows a 2016 YE forecast, which now shows a surplus of 70-100K, due to increase in rental over budgeted goals as well as a savings in the personnel area. Katie also noted that salary freezes were eliminated.

Additionally, the proposed budget is now followed by a list of budget items we would like to include if we had the funds, listed in no particular order.

Anne had a question about the Reeb project funds. Rob explained that 50K had been taken in this year but some rolled forward. Katie noted that an asterisk on the contributions line had some more information below, explaining how much the church expects to spend this year and roll forward. Katie also explained that this budget does not contain the very likely rental that we'll have come in that will mean a net gain of 140k or more next year.

Regarding the Reeb asterisk says 20K, rather than 50K. Katie explained that the church plans to use 20K of the 50K gift this year, and the remainder will be used in other years

John noted that the 2016 budget numbers as approved by the Congregation had been changed and requested an explanation. The building expenses went from \$208,000 to \$245,000. At this point some discussion on the differences followed.

- Katie explained that, after reviewing with external accountant - they discovered a difference in how the Shively income and building expenses were tracked. She noted that the church accountant was using a different accounting class and this change trues it up.
- Peg asked about the fact that the change appeared to be \$5,000 on the Grant revenue line, but \$32,000 on the expense line. Katie explained that it is an accounting error.
- Ken asked whether those dollars were being accounted for.
- Katie noted that Shively was showing as income but expenses taken from that account were not showing as building expenses.
- John expressed surprise and some concern at the change without warning to the budget that had been approved by the Congregation.
- Kyseline asked whether, if we were to go forward with rental, that deficit could be addressed but there would not be any surplus. Essentially, we'd net 140K - so we'd come up even.
- Katie noted that the church also has a rental this year.
- Regarding the Shively building expenses, Chuck asked whether they were not showing up in the budget on page 9.
- Katie noted that Chuck had pointed out an error and that she had missed a change on page 9.
- Peg noted that this budget had come through the Finance Committee - but procedurally the budget numbers differ about 70 K
- John noted about the budget deficit, that it had gone from \$71,000 to \$101,000 largely due to introducing \$25,000 for the building expenses reserve.
- Peg clarified that the discussion was the the shift from \$101,000 to \$140,000 deficit.
- Tracy asked about the usual inaugural ball fundraiser.
- Rob confirmed that the church will not go ahead with an inaugural fundraiser - however we are looking at expanding the bnb program or couchsurfing thing for that weekend only - and that may bring in some cash. Additionally, he noted that it looks like we'll co sponsor Andy Shallal's Peace Ball on 1/19 (The arrangement being that we buy tickets for ½ price and sell full price, or a similar arrangement), but that we have yet to figure out how to make up the difference for what a ball would have brought
- On the matter of presenting the budget, Tracy noted that she would defer to the Finance Committee, and inquired as to whether they are confident in the budget as of now?

- Peg interjected that in some ways John isn't in a position to speak to that at the moment because of the change.
- John explained that he believes the income side of the budget may be on the high side because pledges are not going up. so that's a vulnerability. However, on the matter of the rental revenues. He noted that the budget is correctly conservative and that he personally feels that the income will come. If a new school rental is found, the final question won't be whether the funds will be enough but how much extra. However, we cannot show that in the budget at the moment.
- John further explained what we can show is the budget with \$140,000 shortfall with 2 observations.
 1. Based on the latest available numbers, the church is likely to finish the 2016 year with a \$100,000 surplus.
 2. The 100K surplus will likely go into a CD - so we'll have that plus another \$100,000 which is in a CD we've already got.
- But neither of these things can be shown in the budget as of now.
- Ken agreed and also noted that this year will be one with a lot of opportunity to harness energy that appeared on Sunday and incorporate into activities and budget of the church. However, it also means we may need to consider the additional expenses that might be needed to support those people.
- John raised the issue of building maintenance again, noting that we have not adequately dealt with the issue of major CAPEX and maintenance items - with only a token of \$25,000. He noted too that we are going to face similar problems with the 2018 budget, but at least we will have the \$25,000 in as a reminder/placeholder.
- Ken also thought that showing a shortfall to the congregation would give a challenge to the congregation so that they do not just think that everything's ok.
- Cledwyn noted that the first challenge will be to explain that thoroughly, and second - as far as harnessing the energy right now - his worry is that staff is prepared to handle increased programming and attendance, especially with Heather's departure, to manage the intake of new members because no one's minding the store.
- John asked Rob what information new are members given about financially supporting the church.
- Rob explained that it largely depends on the person who's leading the orientation.
- John asked whether Rob planned to leave the instruction somewhat random, or bring some order.
- Rob explained that the question is quite complicated, especially as there are folks on the membership committee actively pushing back about new membership qualifications.
- Kysseline thanked Katie for all of her work, and wondered whether there was time to adjust the budget based on conversation today.
- Katie noted that the budget materials were due in tomorrow.
- Kysseline explained that shei was inspired by discussion of All Souls / DC as a sanctuary, and that she'd love to see in the expenses some ideas of how to engage in and be supported by the church.
- Peg asked if a line item to the wish list page could be added that represents this wish.
- John asked whether the wish list should be presented to the congregation.
- Tracy expressed discomfort with the idea of presenting a deficit - but said that she'd also

- like to show a detailed direct appeal with what to do next.
- Cledwyn noted that there is a letter that goes out with a request. Katie noted again that any changes would need to be added by 10AM tomorrow morning.
- Rob explained that he would like to come back to Kysse's question about new items with programs not budgets.
- Phyllis asked whether we put the full expected need for the building maintenance funds into the budget.
- Rob explained that it would be really hard to get behind a budget that shows \$250,000 on maintenance plus \$250,000 operating expenses.
- Katie responded that she would take that line off, and asked whether there was anything else to be changed.
- Phyllis suggested taking off the note about distribution general endowment.
- **Ken moved to accept the budget as presented and discussed**
- **Chuck seconded**
- **Peg noted that the changes are formatting and wording, not numbers**
- **Cledwyn suggested a friendly amendment**
- **Ken amended to allow formatting and wording changes**
- **Chuck seconded**
- **The motion carried.**
- John sent a round of thanks to Katie for all her work

Proposal for 5-year update to the gift policy – John Strongman (5 min)

John presented a motion prepared by the Finance Committee (including Cheryl and Ken) to modify the gift acceptance policy. The modification would change the policy so that large gifts and bequests, instead of going automatically to the general endowment, for the next five years would be allocated at a minimum of 50% to the mortgage and the balance into the reserve fund for deferred maintenance and capital expenses. The reason being that the line of credit that supported the church renovations is about to convert to a mortgage with a fixed interest rate and monthly/annual payments. It becomes important to find ways to start to pay down what was originally envisioned to be a \$2.5 million mortgage, but may be a \$3.5 million mortgage. He then read the following recommendation and motion into the record.

- “The Finance Committee recommends that the Board modify Section 2 of the Gift Acceptance Policy (approved on January 12, 2016) as follows:

MOTION to be proposed by a Board Member and approved by the Board

Unrestricted Gifts

All Souls encourages its donors to make unrestricted gifts to the Church. Unrestricted gifts provide All Souls the greatest flexibility to direct resources where they are most needed, and are therefore always preferred to restricted gifts. In light of current needs arising from the recent church renovation, the Board of Trustees has decided to assign all unrestricted gifts received from January 1, 2017 through December 31, 2021 to a capital fund newly established for this purpose. The capital fund will be allocated to two specific uses: (1) to pay down the principal on the church's mortgage with First Virginia Community Bank, and (2) to finance, in whole or in part, major capital or deferred building maintenance projects that are too costly to be fully funded from the ordinary annual budget. At least 50% of the gifts received by the capital fund

will be used to pay down the mortgage principal each year, and that percentage can be increased on a year-to-year basis by decision of the Board of Trustees. The remainder will be available to fund large capital projects, as selected by the Board of Trustees (upon recommendation of the Finance Committee) from a prioritized list of capital and deferred maintenance projects compiled by the Executive Team and updated annually. While the principal payments will be made annually, the amounts set aside for capital and deferred maintenance can be accumulated over multiple years. END OF MOTION”

- Chuck moved to approve the motion, and Tracy seconded. Discussion ensued.
- Katie requested that the word “deferred“ should be removed from maintenance in every case.
- John explained that the emphasis had meant to be on deferment from the past, not deferring to the future.
- Katie explained that it is appropriate to manage the church’s assets, and acknowledge the life and cost of each item.
- Cledwyn read out a government definition of deferred maintenance as: “Deferred maintenance and repairs are the estimated cost to bring Government-owned property, plant, and equipment to an acceptable condition, resulting from not performing maintenance on a timely basis.”
- Phyllis offered that if the language stays as “deferred,” it should be defined. Additionally, she asked if there should there be a cap if the church should receive a very large gift.
- Rob immediately said no, because the mortgage will essentially be so large that almost any large gift would still leave much to be done.
- Chuck - the motion says to “ to finance, in whole or in part, major capital or deferred building maintenance projects that are too costly to be fully funded from the ordinary budget.”
- John added that the motion is for monies to be spent on a project, “from a prioritized list of capital and deferred maintenance projects compiled by the Executive Team and updated annually.”
- Katie reiterated that doing maintenance is always a dance of choosing between the urgent and the important.
- John said that he’d like to think that the church budgeting is going to change
- Kysseline requested that some background could be given on the time that the church has to pay off the mortgage of \$3.5 million?
- John explained that right now the church has a line of credit, and it's about \$3.5 million, but could be paid down considerably. The loan agreement is that in April 2017 it becomes a mortgage. The question is how much can we pay it down before April, but if we can get it down as close to \$2.5 million as possible, it will be in our interest to do so. After that we'll have amortization schedule for 30 years, though the mortgage itself will only last ten years, but at that point it will either have to be paid off, or refinanced.
- Kysseline thanked John for explaining why such a substantial amount should go toward the building and not the people in the building.
- John explained that it’d be like a choice between adding to your own savings versus paying down your mortgage on your house, and that from a values standpoint, we’d like to pay down the mortgage.
- Rob explained that he was interested in the fact that the church’s mortgage payments will be \$180,000 year, and the sooner we can get that off our books, the better.
- Peg called for a vote on the motion and the **motion carried unanimously.**

- Cledwyn asked whether the motion just passed goes to policy governance?
- Ken answered that yes, it will to the right policy and that he would update it in our documents.
- John reiterated that the Board has now decided that at least 50% of gifts and bequests will go to pay down the mortgage, although the actual amount (if above 50%) to be decided by the Board. He then transitioned into his own personal supplementary motion.

At this point John proposed a motion for the use of current bequest monies

John read out the following: “the Board authorizes the Executive Director - to use any bequest up until March 31 2017 for 100% to go directly to the mortgage.”

Anne moved the motion, and Chuck seconded. Discussion ensued.

Ken noted that it is wholly consistent with the idea that our mortgage payments should be set as small as possible on april 1 2017

John continued that after March 31, 2017 we’d still try to pay down principle, BUT the monthly payment would not change.

Phyllis asked when the monthly payment starts. Katie responded that it will begin in April, 2017.

Phyllis asked whether it would affect how we reconcile what we collect on the pledges since we spent a lot of time trying to decide how much the congregation should reconcile with their pledge.

Katie answered that we can track pledges and bequests separately, even when folks fulfill their pledges through bequests.

At this point a vote was held and the **MOTION CARRIED**.

John then noted that the Finance Committee should come back to the Board on the topic of the TCC at either next board meeting or the one after.

The meeting then turned to reports from the executive team.

On the monthly budget update:

Katie advised the Board to please see the monthly budget update on page 9, and that largely the church is in good shape: the rental income is good and that contributions are up \$30,000 this year over last year’s this month

On the monthly report on ministry:

Rev. Rob gave a few reflections on the impact of the election on our church and ministry.

- He noted that 1622 people came here on Sunday - which is the largest crowd ever. The next highest attendances being Easter Sundays, a Christmas Eve, and Dr. Barber’s visit, plus some early January services. And most of those high numbers are 1100s but this was 1600, with 400 at the vespers services the week before. Additionally, he noted his gratitude that a member recorded the second service which now has 15K views on YouTube, and that The World’s interview with Rob has also had 15K views. He said it’s very powerful.
- Also, he explained there’s been a very strong reaction to the idea of sanctuary - to be here for all whose personhood and dignity are threatened by this administration, and that we’re having a lot of conversations on staff about what that will mean.
 - Rob explained that he’ll be meeting on Monday with local Latin American groups to talk about our neighborhood.
 - Additionally, the refugee project is also ready to adopt a family
 - And, concurrent with next board meeting we’re hosting La clinical’s annual Posada service and we’re asking how that can be a different welcome this year.

- Finally, we'll be concerned to maintain and protect the folks in our ESL ministry too
- Rob noted his curiosity about the Board's sense of what might be coming for us as a church.
 - Tracy noted that she was very glad to hear Rev. Rob speak directly to women in a recent sermon, some of whom may have been sexually assaulted and may be retraumatized by the election of an admitted sexual predator, and for poorer women whose access to reproductive health may be even further constrained, and that goes to women's ability to express their full humanity, be free and economically independent
 - Cledwyn said he'd been thinking about how best to partner. For example, 300 people showed up to a "showing up for racial justice" group racial justice group and 100 were turned away for lack of space. He noted that there are a lot of opportunities here.
 - Peg asked whether that training is going to be repeated. Cledwyn answered that yes, we are trying to facilitate that.
 - Kysseline offered that her anxiety level is very high, but that two things have stayed with her this week. First, she said she was struck by the movement to be "sanctuary cities" and although DC is constrained, that we can work with our DC government to strengthen our local laws, in order to protect folks whose rights are likely to be removed. Second - as a us-born immigrant, she said she always feels out of place, even though this is a bit of a bubble here in D. But as a black haitian woman, she's very interested in connecting with and understanding people who cry for things that she can relate to, but who hear very different solutions than she does.
 - Ken noted that Rev. Barber's 1.5 hour sermon from this Sunday showed up the need to focus on poverty and advocate for those folks, and secondly, that lots of folks have spurred him to want to act, yet there's a big space between wanting to act, and having a space to do it.
 - Russell asked what the UUA's response to this is, and how this congregation can join with them and work with the national organizational response.
 - Peg remarked on the success of policy governance, noting that part of the struggle to get our hands on policy governance has been exactly so we can have the kind of conversation we just had with Rob, in short, so we can develop some strategies together.
 - Phyllis brought up that, although everyone focuses on the goals at the visioning session, we need to have some flexibility to quickly pivot to the issue at hand - and that means that our goals have to be broad enough to handle it.
 - Chuck remarked that it is important for Rob to think through how to show the congregation that you live in a world of finite resources, and we always need to be recognizing what we're giving up in order to handle the thing at hand. Also, the Board needs to be aware of that so that we can articulate why we change course.
 - At this, Tracy asked at what point the congregation needs to weigh in on a new direction if the Board decides to go in one.
 - Cledwyn noted that that communication could be done in ways other than congregational meetings; but in other meetings like church council, other committee meetings, etc.

Rob also shared his annual strategic priorities document, and warned that, because the document contains some shorthand, Board members may have some questions.

Report on administration

Rev. Rob began with the announcement that earlier in the day they had met with Laurie Lester to try to put together an interim solution for membership. Laurie offered to do 12 hours a week as the volunteer Membership Secretary fulfilling the role of the membership coordinator position (NOT as staff) through end of March.

Rob also announced that Maxine Hillman was offered a job on a movie set in Atlanta which she has taken as of yesterday. So, we are losing her - this Sunday (11/20) will be the last Sunday. James Ploesser will step in to work with the middle schoolers short term while the ET figures out how to make a longer term hire in the spring.

Katie filled in the Board about the incoming likely school rental, saying that she's generally very optimistic. She reported having great conversations with Next Step, that they have deep pockets, and are looking for a long-term lease. All of this would translate into a significant boon for the church: the school would pay for 3 full time staff for the church, and 50% of total utilities cost. The school will require an increase in hours - from 7am to 9pm, and will be about 60 students and 9 teachers. This school works with 16-20 year olds, who are sometimes young parents and that's why they'll need evening classes.

- The school:
 - would serve three meals a days
 - would hold a five year lease
 - may bring an ESL service
 - may encroach on some of our evening programs - taking Tupper, dining, and all classrooms
- Rob noted that the school serves almost entirely Latin American young people who are finishing up high school degrees or getting GEDs
- Ken asked whether we do due diligence on self-dealing and other financial concerns about the school before we sign a contract.
- Peg forwarded a question from a constituent, asking whether the attention from the media (for our "The World" radio coverage, etc) will draw bad behavior and, if we think it might, whether we need to add security cameras. Katie offered that we don't really know, but that we have some cameras now, and could add some as well. Rob explained that the school, Next Step, will also hire full time security. Ken asked whether we need to put up signage about not allowing guns in the church. Rob said no, we decided not to do it. On prompting from Georgia, Tracy explained that concealed carry laws in DC are pretty limited and that we're protected anyway as a Church. Georgia followed up, wondering if that interpretation of the law will cover us with the school here. Katie noted feeling pretty safe with this school.
- Rob said that the news about the school is really great, and that if this comes through as positively as it looks, it will be a really great deal for us and will put us in a really positive position over the next few years.
 - Tracy asked about sacrifice for All Souls staff. Katie explained that the staff have already learned to live with DC International, and that it's not as bad as they thought it would be. In fact, Rob explained that staff has developed a very positive relationship with the students we have now.

Ken began a new topic, and asked about the status of the solar panels.

- Katie explained that the solar panel company has had engineers on site, the contract has been vetted

and altered only slightly by our lawyer. The installation is may not make end-of-December timeline, but will make end of the church year.

On the topic of sign language interpretation, Rev. Rob explained that the ET has been in conversation with a young woman who is deaf and has requested interpretation. There is some backstory, which Rob explained: a while back Rose put together a proposal to the Beckner committee for sign language interpretation for this congregant. Beckner committee denied the request, and asked for a plan for financial stability for interpretation going forward. Rev. Parker has recently met with the person and updated her on our progress. However, the woman posted on social media (our Facebook page) that she's been battling the church for 4 years for sign language interpretation. We have now submitted a stronger proposal to Beckner for ASL interpretation. As it turns out, the new President of Gallaudet is a UU who has come to All Souls, and he has a relationship with Rev. Parker. We're going to look at building broader relationships there.

- Rob noted that the right thing to do is to have ASL interpretation - but that we have to also make choices about how to decide where to put resources.
 - Peg asked what the approximate cost would be. Katie and Rob said that it would run about 200/week for one service. Rob went on to note that we explored this about 8 years ago, and that if you ASL interpretation is done right, an interpreter should be provided for service and other activities, including coffee hour and committee meetings, etc.
 - Peg wondered whether we could ask signing members to sign for committee meetings and coffee hour.

Follow-up on Executive Limitation Report on Personnel

Katie noted only that the staff review process is on track.

On the proposed changes in Policy Governance

Chuck began by noting that the discussion at the last October meeting on this topic was incorporated into the new document. Additionally, he said he made several small changes on his own which were later supported by the group. Chuck also thanked Tracy, Phyllis and Kyseline for their assistance with this process. Several more small changes were recommended. Phyllis pointed out a word with legal implications, and Kyseline pointed out to remove "schedule".

- Tracy offered two points. First, on page 21 the edit should be parallel to other section that requires that staff salaries be in line with UUA guidelines, or, if no comparable position exists, with local nonprofit salaries. Also on page 17, the original change was because the policy guidance said the Board will provide increases in ordained ministers' salaries, to say the board will consider annual adjustments, and from there, there was a discussion on removing the "associate minister" from there. Tracy had two concerns, wondering whether that would be consistent with her (Rev. Susan's) call letter - which says "the senior minister will review the associate's... and will recommend to the board. .. the board shall consider only as part of the annual budget."
 - Rob noted that Rev. Susan's call letter should be what drives the policy here, and that the ET puts together a proposal every year through the budget.
 - Anne agreed, noting that the Board doesn't approve raises, just reviews each salary to make sure it is consistent with the UUA guidelines. Chuck also agreed,

saying that the task of the Board is evaluating Rob, and his task is to recommend to us adjustments to staff salary. Tracy noted that so long as this change is consistent with call letter, then we're ok.

- Ken made a **motion** to approve this amendment to the policy. Whitney seconded.
- Discussion: John asked that on page 24, the terms of reference should say "Finance Committee", rather than Assistant Treasurer. Additionally, on page 25 section D, on management of endowment policy - that wording should be changed to "Investment Policy". Finally, on page 24, there's a mention of a "capital budget", but right now we do not have a "capital budget" but an "operating budget". Was it intentional to refer to a capital budget?
- Chuck answered that yes, that was intentional. He explained that he envisions that this year the projects and appraisals will be collected and brought back to the Board as a prioritized list, and there will then be decisions made about which items to move forward on. That decision will be the basis for the capital expenditures budget.
- John asked whether this would essentially be the operations budget providing funds to the capital budget, and that this would be in the 2018 budget rather than the 2017.
- Chuck confirmed that would be the case, unless the Board acts over the course of this year to develop such a budget.
- Cledwyn suggested the addition of line numbers, to which Katie agreed.
- Chuck asked Ken whether he accepted the modifications, to which Ken answered in the affirmative.

- **Vote: Motion Carried**

On the proposal for Board Committee on Policy Government: The agenda explained, "This group would spearhead clarification of Policy Governance language on the Executive Limitations Reports as well as review Executive Limitations reports before they come to the Board."

Chuck asked the board to turn to page 10 of their Meeting booklet, and thanked Tracy for reaching out to the UUA to get ideas. He then explained that the Board has been trying to do some things as a whole that might be better taken up by a subcommittee (e.g. the policy governance framework update worked well). Additionally, there's always the question of training for ourselves, and the whole process whereby we might review the executive limitations, so maybe it would be a better idea to have a standing policy governance committee, and that's why it's here before you now. Chuck said he'd like it to be adopted at the December meeting so we'll have a set of seven board committees that we will staff and can plan for.

- Tracy added that one of the major tasks would be looking at policy governance and whether these constraints are the right ones, and adding some definitions and metrics because at the moment it's hard for the ET to give detailed reports. The Policy Government Committee might for example, lead Board covenant review, do Board evaluation, or all kinds of things, including process questions about whether we're doing things the best way. Terms are listed at top, but at this point it's only for the Board's review. Finally, David Pile will be coming to speak with us on December 11, and we hope to vote on this at the December meeting.
- Chuck noted that the Committee on Ministry did a great job reviewing itself and asking for new terms of reference.
- Tracy explained that the hope is that everyone on the Board would be doing some kind of heavy lifting.
- Ken nodded his support for those trying to professionalize the policy governance idea so that we can move forward and maintain policy governance as an effective tool.

- Tracy added that part of the goal in working on policy governance is that the Board might get reports from the ET, and then not have to spend a long time reviewing them in meeting.
- Peg asked everyone to keep an eye on this over the next month.

Regarding the Consent Agenda:

On the housing allowance designation for current ministers:

Katie explained that the housing allowance designation is essentially a validation for tax purposes for our ministers that they serve us.

Peg asked for motion to approve the housing allowance designation.

Motion: Ken moved, and Chuck seconded the motion.

- Discussion: John asked whether we are providing Rev. Rebecca funds for housing.
- Katie answered in the affirmative, but explained that we have a responsibility to validate that she is serving us. It's essentially in place of providing ministers with a parsonage. We validate their service and they don't pay tax on the funds for housing we provide them.
- John asked whether this would affect our budget. Katie answered, "no."
- Georgia followed up asking if there is any expense. Katie answered again, "no."

Peg called for a **vote: MOTION CARRIED.**

On the Congregational Sponsorship of Norman Allen – Committee on Ministry

Rob explained that we've had a request from Norman Allen to support him, and that this approval of sponsorship is typically pro forma. Rob suggested the Board approve sponsorship for Norm.

- Peg asked whether all we're doing is supporting him on his path with no financial obligation. Rob confirmed.

Motion: Anne moved to support Norman Allen. Tracy Seconded.

Vote: MOTION CARRIED

Finally, Peg presented hymnals with ex libris cards inscribed to each of the Board members and Officers cycling off this year: Phyllis, Kysseline, Whitney, and Allison.

Rob then acknowledged Peg, Chuck and Anne for their year of service as Board President and Vice Presidents.

The meeting adjourned at 9:25PM