

**October 25, 2017 – All Souls Church Board of Trustees
Minutes of Meeting**

Called to order at 7:00 pm by President Chuck Dulaney.

PRESENT:

Rev. Rob Hardies, Senior Minister
Katie Loughary, Executive Director
Chuck Dulaney, President
Anne Bradley, Vice President
Russell Cross, Vice President
Ken Ambrose, Trustee
Peg Barratt, Trustee
Patricia Lambert, Trustee
Tim Rhodes, Trustee
Georgia Yuan, Trustee
Tracy Zorpette, Trustee
John Strongman, Treasurer
Mary Swanson, Secretary
Meredith Higgins-Hargrave, reporting for RE middle school program
Rev. David Pyle, UUA Central East Region Congregational Life staff member
Craig Dylan Wyatt, on behalf of the Beckner Fund
Gillian Brockell
Eric Hoy
Ralph Belton

NOT PRESENT:

Rev. Susan Newman Moore, Associate Minister

Chalice lighting and sharing of text message from Rev. Susan.

PROCEEDINGS:

1. Agenda item 1 – Russell Cross asked to comment on anti-racism training following listed agenda items, and Tracy Zorpette asked to table item 7 (whistleblower policy) to the November meeting. The agenda, as so amended, was unanimously approved.
2. Guests (see above – except Ralph Belton, who appeared later) were introduced.
3. Agenda item 2 – Prior to voting on the Consent Agenda, Meredith Higgins-Hargrave was invited to share her and Anna Hargrave’s experience in working with the two middle school RE classes with respect to item 2(c) below. Meredith noted that each class engaged in thoughtful deliberations on how to allocate their share of the grant, with one class designating a Puerto Rican relief organization as recipient, and the other class choosing a world wildlife conservation fund. The Consent Agenda, comprising the following items, was unanimously approved:

- (a) Approval of minutes from the September 27, 2017, BOT meeting
- (b) Approval of minutes from the October 18, 2017, BOT meeting
- (c) Approval of RE Middle School Social Justice Grants

4. Agenda item 3 - Rev. David Pyle led a PowerPoint (on-screen and print-out) presentation and discussion of his analysis of ASC's bylaws, including recommendations for change. He advised moving major sections out of the bylaws and into the governance policies. Despite his numerous recommendations, he noted that of more than 100 church bylaws subjected to his review, he regarded ASC's as among the best. Chuck Dulaney pointed out that any changes for the coming year must be considered at the next board meeting, and he asked that any comments or questions be directed to Tracy Zorpette or Ken Ambrose. Rev. David also offered his services to perform a full governance assessment, if requested.
5. Agenda item 4 – Ken Ambrose, Tracy Zorpette and Patricia Lambert reported on the board training session that they attended on October 14, 2017. Ken recommended that it be attended multiple times by members of the board; Tracy especially recognized the value of an informal planning process prior to actual meetings; and Patricia pointed out the benefit not only of the training itself, but of being able to share and discuss the training together with the other board members in attendance.
6. Agenda item 5 – There were no comments or questions from the board with respect to the Executive Team's written report. Rev. Rob provided an update on pledge numbers: a total to date of \$708,876 pledged by 296 units, with a mean of \$2,388 and a high of \$21,000.
7. Agenda item 6 – Rev. Rob presented for approval the Executive Team's first written report on Executive Limitations as they relate to communications, i.e., a report in which the Executive Team brings to the board's attention any issues that could give rise to non-compliance with their prescribed duties related to providing information and reports. Tracy Zorpette requested further discussion at a later date as to item 7, where the report notes that ASC, according to its attorney, is now subject to the DC Family and Medical Leave Act. Ken Ambrose commented on item 5, where the report notes that ASC's website "does not support all the functions required by this operational definition." He noted that the board is aware that the website is not serving our goals, and expects a major revamp next year to enhance communication with the congregation.
8. Agenda item 8 – Peg Barratt presented a draft Stewardship/Development Committee Terms of Reference for initial consideration. Following the voicing of numerous board questions and concerns about whether creating another committee was the best method for addressing the elements of stewardship deemed currently lacking (notably a "climate of appreciation" for gift-giving), Peg was encouraged to discuss the matter further with a stewardship development person within the UUA as well as with board members privately, and to consider whether the current Executive Limitations on financial management could be adapted to address perceived problems.

9. Agenda item 9 – Katie Loughary and Peg Barratt led the consideration of a draft proposed budget for 2018 based on a list of printed questions compiled from discussions at the board’s special budget meeting on October 18, 2017. Katie noted that following that meeting, building and operating expenses had been revised to better reflect reality; that Beckner funds were no longer included; and that figures on actual core donations for 2015 (in addition to 2016) were now noted. Prior to the board action described below, the budget proposal presented was in balance.

Key issues for deliberation included the following:

- a. By a vote of 7 to 2, it was agreed that the withdrawal rate of income from intra-fund transfers should remain at 4.25%, as recommended by the investment committee, as opposed to the 5% rate approved by the finance committee and as reflected in the current draft.
- b. By a vote of 7 to 2, it was agreed to follow the Beckner Fund committee’s recommendation not to use \$30,000 in Beckner funds to fund the social justice minister’s part-time salary, resulting in no change to the proposed budget. It was noted that the function of oversight of the Beckner assets remains unfilled.
- c. No motion was made to change the budget to reflect increased income from higher adult spiritual development class fees.
- d. No motion was made to increase projected income from fundraisers.
- e. No motion was made to change staff benefits from what is reflected in the proposed budget, which represents today’s benefits with no inflationary adjustment. It was noted that the board expects to undertake a complex review of staff benefits next year.
- f. Katie explained that the proposed budget for staff professional expense benefits is essentially their training budget; it does not include professional expense benefits for ministers, which are separately delineated in their respective call letters and included under minister compensation. John Strongman, as treasurer, agreed to reexamine the nature of actual professional expenditures and to report his findings to the board.
- g. Contrary to the finance committee’s recommendation made for purposes of balancing the budget, no motion was made to change the budget to delete the proposed expenditure for church website improvements.
- h. It was noted that the amount in the current budget proposal to support the denomination is up by 17%, but still represents only 65% of ASC’s “fair share” (by UUA standards). A motion to increase such support to 75% (i.e., from \$60,000 to \$69,000) was defeated by a vote of 2 to 7.
- i. As noted above, the current budget proposal reflects reduced funding for operating expenses from what was proposed earlier in the month. No motion was made to further reduce operating expenses. Tim Rhodes suggested the creation of a building oversight committee to seek out ways to

make improvements that would save operating expenses long-term. No action was taken on the suggestion.

j. No motion was made to reduce funding for guest ministers from the proposed level of \$2,500.

k. In considering whether to reduce the current budgeted amount for a contract to provide part-time bookkeeping services and to terminate the contract in favor of an employee position, Anne Bradley reported that salaries for bookkeepers in the not-for-profit sector vary widely, depending upon duties, with a low of \$40,000 with benefits; Tracy Zorpette reminded the board that the UUA has pay guidelines at our disposal; and Rev. Rob advised that now is not the time to make a change, which would cause considerable disruption. No motion was made to change the budget proposal in this regard.

l. It was noted that three of the five proposed Jubilee anti-racial training sessions (at a cost of \$5,000 per weekend session) were already covered by the current budget proposal, and that anti-racism training in other forms (including an adult spiritual development program called “Beloved Conversations”) had also been budgeted. It was further noted that a recommendation from Rev. Rob Keithan is in progress, and that a separate line item outside of the social justice budget for anti-racism training would be welcomed. No motion to change the budget proposal in this aspect was considered at this time.

m. No motion to reduce expenses for the music program was made despite steadily increasing budget requests since 2016.

With these changes, and with the possibility of further last-minute changes, Chuck Dulaney indicated that the budget proposal (even if not balanced) will be presented to the congregation at its annual meeting. He pointed out that the board has the authority to change the budget without congregational approval if projections change in the course of the year. The budget hearing for members of the congregation is scheduled for 12:45 pm on November 12th. After consideration of comments made in that hearing, the Board will give final approval to a budget recommendation for 2018 at the November 15th Board meeting. The approved recommendation will be distributed to the membership prior to the Thanksgiving holiday weekend and will be voted upon at the December 10th congregational meeting.

10. Item added to agenda – Russell Cross advised that anti-racism training for the board, to be presented jointly with the Washington Ethical Society, was proposed for the dates of March 10 and 17. He agreed to survey the board later in the week for availability.

11. Agenda item 10 – At 10:50 pm, a motion was unanimously approved to move to executive session to discuss confidential personnel matters.

NEXT MEETING DATE: November 15, 2017

Minutes submitted by Mary Swanson, Secretary