

**All Souls Church Board of Trustees
Minutes of April 25, 2018 Meeting**

7:02pm Called to order by BoT President Tim Rhodes

PRESENT:

Tim Rhodes, President
Russell Cross, Vice President
Tracy Zorpette, Vice President
Anne Bradley, Trustee
Robert Jayes, Trustee
John Schuettinger, Trustee
Esther Strongman, Trustee

Rev. Rob Hardies
Rachel Pfeffer, Interim Executive Director

Peg Barrett, Interim Treasurer
Paree Roper, Co-Moderator, Church Council
Liz Ashwell, Assistant Secretary
Jen Bruneau, Membership Committee Chair

CONGREGANTS IN ATTENDANCE:

Paula Shoecraft, Leadership & Development Nominating Committee
Craig Dylan Wyatt, Beckner Advancement Fund

NOT PRESENT:

Patricia Lambert, Vice President
Fran Jackson, Secretary
Georgia Yuan, Trustee

Chalice lighting and reading.

PROCEEDINGS:

1. Approval of the Agenda was unanimously approved.
2. Four consent agenda items were unanimously approved:
 - (a) Approval of March Minutes. *Esther Strongman requested the spelling of her name to be corrected.
 - (b) Beckner External Grant Recommendations
 - (c) ASC Guests at Board Meetings Guidelines
 - (d) Revision of Policy on Congregant Behavior to rename “Disruptive Behavior Committee” to “Congregant Behavior Committee” and allow the appointment of members who have not served as trustees to the Committee

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INTERNAL BOARD COMMITTEE REPORTS

1) Leadership

The Board unanimously approved a motion to adopt the *Terms of Reference (TOR)* for the ad hoc 8th Principle Transformation Committee. John Schuettinger will serve as Board Liaison.

2) Personnel

a) Evaluation of senior minister (Esther Strongman)

Survey the congregation for feedback per David Pyle

b) Compensation and Benefits review (Tracy Zorpette)

Tracy met with Katie Loughary prior to her retirement and spoke with Jan Gartner of the UUA. Rachael Pfeffer will follow up with Jan to implement any outstanding items.

c) Executive Director Hiring Process (Russell Cross)

Interim Executive Director, Rachael Pfeffer, was hired and will serve through December, 2018.

Jenice View, Brian Marshall, and Phyllis Caldwell are the initial Search Committee members; with LDNC guidance, an additional 4-6 congregants will serve on the Committee.

A revised Search Schedule and Process for a Permanent Executive Director will be presented at the May BoT meeting. Rachael Pfeffer requested to be on the Search Committee.

3) Governance (John Schuettinger)

a. Board involvement in ministerial hires under current policy governance document

Under Board bylaws and policy governance documents, the Senior Minister is responsible for the hiring, evaluation, and retention of staff. The exceptions relate to called ministers. The Board's role is a fiduciary one to make certain the budget to staff the congregation adequately with ministerial and program staff.

b. Board orientation retreat was held February 23-25, 2018 with church officers, co-moderators, and guest Paula Cole Jones. David Pyle, UUA Congregational Life Consultant facilitated the retreat.

c. Resulting action items were the creation of a guest attendance policy and improved room arrangement to facilitate inclusive Board Meetings

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- d. Bylaw changes approved at the annual meeting in December 2017 have been incorporated into the official bylaws and updated on the website
- e. David Pyle, UUA Congregational Life Consultant, hosted a “Church Governance Education Session” on April 22 with congregants to explain the structure of policy governance and how it relates to the roles of the Board and Senior staff.

Co-Moderator Patee Roper reported that approximately 40+ people attended, and the presentation slides will be available on ASC the website. Peg Barrett suggested broader inclusion by offering lunch and/or childcare at future meetings.

EXTERNAL BOARD COMMITTEES:

Finance (Peg Barrett)

- a) Presented Finance Committee Terms of Reference (TOR)
- b) Anne Bradley will ask the Finance committee to review current budget and additional time will be allotted for a budget discussion at the June BoT meeting will set aside additional time for budget discussion
- c) Specific concerns were raised around legal fees YTD. Tracy Zorpette and Tim Rhodes will review spending and explore offers for pro-bono offers services

Investment Committee (Bob Jayes)

- a) Thank you to Peg Barrett for taking on Treasurer role
- b) Investment Committee will meet on 4/26/18
- c) Analysis of 2017 performance submitted by Investment Committee member Andrew Scott:

In January, the endowment was at \$5.5 million, and grew to \$6.1 million by year end 2017. This total includes roughly \$250,000 in withdrawals, bringing the return in 2017 to about 16%.

Beckner Committee

- a) Craig Dylan Wyatt announced that the Committee will add another member. Rev. Rob will make an announcement and search will be included in the bulletin with coordination of LDNC.
- b) Future funding will allow more flexibility to support social justice initiatives and issues that arise.

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Audit Committee (John Schuettinger)

- a) Audit Committee will meet on 4/30/18
- b) The annual audit has begun, it will be conducted by the Citrin Cooperman firm

Committee on Right Relations (Bob Jayes)

- a) CRR has not met. CRR members are focusing on ADORE and Congressional Conservations

Behavioral Committee (Bob Jayes)

- a) The Revision of Policy on Congregant Behavior to rename “Disruptive Behavior Committee” to “Congregant Behavior Committee” and allow the appointment of members who have not served as trustees to the Committee was approved.

Comments and Questions Regarding written reports from the Executive Team

- a) Rev. Rob Hardies presented the Executive Team Report. April has been a very busy month with time dedicated to the resolution of issues resulting from Rev. Susan Moore’s separation. He has spent considerable time reaching out and listening to congregants, staff members and participating in forums to build healing and reconciliation, as well as a large time commitment with pastoral ministry for healing and reconciliation.
- b) He commended Rev. Rebecca Parker for launching successful Beloved Conversations programming; more than 70 people attended the anti-racism training on April 13-14. Conversations will move to a small group format and will continue through the end of May.
- c) Staff evaluations will be completed by the June board meeting.
- d) Rev. Rob will be present for much of the summer, spreading out his PTO, rather than taking six consecutive weeks.
- e) Dr. Rachael Pfeffer joined the ASC staff this week. She has started meeting with staff and church leadership. She will meet with the Interim Treasurer, Finance Committee, Co-moderators of the Church Council, Custodial staff, Director of Communications, and Executive Director of the charter school, and will present recommended action steps at the June Board meeting.

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Discussion Items:

- 1) What is the purpose of an Executive Team in a policy governance structure? How does a well-functioning Executive Team benefit the congregation and the Board?

The Board referred the matter to the Governance Committee for their recommendation.

8:45pm The Board recessed before moving into Executive Session.

Respectfully submitted,
Elizabeth Ashwell, Assistant Secretary