

All Souls Church Unitarian Annual Meeting December 8, 2019 (DRAFT)

CALL TO ORDER

The meeting was called to order by Mike Hill, Church Moderator.

OPENING PRAYER

Rev. Robert Hardies opened the meeting with a prayer and song.

MEETING ADMINISTRATION

1. Confirmation of Quorum - Jennifer Bruneau, Membership Secretary
Over 90 people have checked in thereby achieving the required quorum of 85 or one-tenth of the membership (848).
2. Adoption of Rules of the Meeting - Cledwyn Jones, Parliamentarian
Cledwyn reviewed the rules, reminding everyone that we come together with the best of intentions. If there's dissent, there will be a vote. Three things to remember from Roberts' Rules of Order:
 - a. Point of Order - If you're concerned that things are not done properly
 - b. Point of Inquiry - If you're confused as to what just happened
 - c. Point of Personal Privilege - If you can't hear.

Those wishing to speak should form lines at one of the two microphones. There will be a 90 second time limit for making comments with time limits allotted for each section of the agenda. Chimes will sound for each speaker after 90 seconds and 5 minutes before the end of the time allotted for a section.

3. Approval of Agenda - Mike Hill, Secretary
The agenda was approved by consent.
4. Approval of Minutes from 2018 Annual Meeting
Amendments to correct spelling errors in the 2018 minutes were approved: spelling of Jen Bruneau and Maya Hermann's names; changing the word "Transition" in Item #4 to "Transformation".

OPENING STATEMENTS AND REPORTS

1. Senior Minister Report - Rev. Rob Hardies
Executive Director Report - Traci Hughes
These two reports were given jointly.

Rev. Rob Hardies stated that sharing responsibility for church administration with Traci Hughes has been a success. Ms. Hughes arrived in March 2019 and has made significant strides in meeting challenges, including reducing the church's deficit, signing a 5-year lease with a new tenant, and hiring a development

consultant who understands the culture of this church (Jeff Wilco of Campbell & Co. and a member of the Accotink UU Church in Burke, VA).

- a. Ms. Hughes reported that, based on Campbell & Co.'s research of the church's congregation, the church has enormous wealth capacity. The church is on the precipice of launching a full throttle campaign for the 2021 fiscal year that will start Jun 2020. The success of the 2021 and future campaigns will require the church to establish an ongoing, year-round philanthropic infrastructure. With regard to the 6-month 2020 fiscal year Bridge to the Future campaign, pledges have reached \$430,000 of the \$600,000 goal.
 - b. Rev. Hardies expressed gratitude as seeing so many new leaders among those present as well as familiar faces. He thanked them for their leadership and hard work to keep All Souls Unitarian running, thriving and accomplishing its mission. In conjunction with Middle Church in New York City, All Souls will host the 2020 Revolutionary Love conference, a gathering of religious progressives from around the country. It will be a great opportunity for our church to shine.
 - c. Ms. Hughes indicated that 2020 would be a year of change and assured the congregation that as the church transitions to a new minister, she is being very thoughtful to ensure continuity and support for our professional staff. Phase 2 of the church's website redesign will include an internal facing website.
2. Membership Secretary - Jennifer Bruneau
In the last decade, total membership has increased 41 percent from 1,016 to 1,428. However, during the same period, the number of voting members declined from 952 to 848. In other words, the percentage making donations has fallen from 94 percent to 59 percent, a drop of 35 points.
 3. Board of Trustees President - Tim Rhodes
Tim thanked the church for the opportunity to serve and recognized all of the trustees and officers with whom he had served during his 3 years on the board. He also thanked the executive leadership of the church.

BOARD REPORTS

1. Church Business Year Change - Libbie Buchele
The 2020 church fiscal and programming "year" will be 6 months long and will start on January 1, 2020. The 2021 pledge campaign will get underway in February 2020 to allow enough time to develop a realistic church budget in time for congregational approval in May for the fiscal/programming year starting July 1, 2021.
2. Ministerial Transition – Nadine Ramos
Differences in congregational, board, head minister, and staffs' roles in selecting the different types of UUA ministers were presented.

Chart indicating who has a role in calling each type of minister:

	Called	Contract	Interim
Congregation	Yes	No/Yes	No
Board	Yes	No/Yes	Yes
Head Minister	No	Yes	No
Staff	Needs to be more clearly defined		

The process of selecting an interim minister for the church will begin in February using the established UUA process. The interim minister will report to the board and will be co-equal with the executive director and lead a racially-diverse congregation. We will seek to extend the contracts of two of the current part-time contract ministers extending the length, and number of hours worked per week. Contract ministers will report to the interim minister. Updates will be provided on the Ministerial Transition Page (home page under “About Us”)

Ministerial Transition Discussion

Will the interim minister be allowed to apply for the called position?

While the church can request an exemption from that, the UUA’s pool of ministers who specialize in interim ministry understand their role and ineligibility to be called after serving in an interim role.

Who makes the final decision as to who will hire the interim minister?

The board will make the decision in consultation with the UUA.

Is there a commitment from the board to select an interim minister from the current group of UUA interim ministers?

It’s very early in the process and it’s too soon to provide a definitive response to that.

3. Governance - Bob Jayes

Board actions related to the church’s governance in the past year consisted of the following:

- a. Created an enhanced role for the Executive Director;
- b. Created a Governance Task Force to focus on revising the church governance documents in order to focus the board on the “big” questions.
- c. Replaced Roberts Rules of Order with Democratic Rules of Order in an effort to ensure that minority opinions would have a voice.
- d. Reestablished a new board member orientation program and established mentoring for new board members.
- e. Adopted a recommendation to the Congregational By-Laws that the Secretary and Treasurer positions be voting members of the board,

increasing the number of voting members from 9 to 11. (To be considered today.)

4. Transformation Team - Paula Cole-Jones and Pam Sparr

Paula and Pam thanked the 40 volunteers who have been part of the Transformation Team since its beginning as well as those representing other church committees: Committee on Right Relations, Silver Souls (Julia Sayles), Leadership Development and Nominating Committee (Derek Robinson), Young Souls (Neil Manzullo), and the Board of Trustees (Nadine Ramos). The Transformation Team has been working diligently for 18 months to wrap its arms around the conflict resulting from the departure of Rev. Susan Moore in 2018 and to reestablish unity among the membership. The team reported significant progress in healing based on conversations through one-on-one interviews and discussions in collective restorative justice circles involving 50 current and former congregants. However, some important spiritual needs remain and can hopefully be met through interpersonal relations and worship experiences like transformation Sundays.

Accomplishments achieved in 2019 include the following:

- Growing congregants' new skills and ways of relating.
 - a. Jubilee continues plus added Jubilee for Kids!
 - b. Introducing the concept of All Souls as a "Community of Communities." This approach has made a big difference in helping congregants in other churches in conflict talk with one another.
 - c. The offering of non-violent communications training
- Two members of the Transformation Team are on the slate of new trustees.
- Regular meetings with the staff
- Strengthened relationships with the Board
- Revisited the congregational Covenant of Right Relations
- Collaborated with the Adult Spiritual Development Committee in considering new classes.
- Emphasis on realizing the 8th Principle in work with the 8th Principle Team.

Libbie Buchele addressed the Board's actions in response to the work of the Transformation Team:

- Adoption of a new reporting structure for the Executive Director
- Posted a contract minister position that would report to the board
- The Board tried to increase and improve its communications with the congregation.
- Committed to a ministerial leadership team that reports to the board rather than to the senior minister. Working out this "triple" reporting structure will be one of our key goals over the new few years.

BY-LAWS AMENDMENTS

1. Article VII

Tim Rhodes moved to adopt changes to Articles VII and VIII of the church By-Laws (see attachment for wording changes). John Schuettinger seconded the motion.

Article VII, Section 1 This amendment changes the number of voting members of the board from 9 to 11.

Article VIII, Sections 1, 2, 3

These amendments are necessary to accommodate the changes in the roles of the Secretary and Treasurer from non-voting to voting members of the board.

By-Law Change Discussion

Does the by-law change specify term limits?

No. The term limit would still be two one-year terms for the Secretary and Treasurer except in extenuating circumstances as determined by the Leadership, Development and Nominating Committee (LDNC). [This response was in error – the Secretary and Treasurer now typically serve three-year terms, like all Trustees.]

Why do we have to say “notwithstanding any other provisions of the by-laws”?

This is so we don't have to change all of the other by-laws.

Research suggests that seven board members is optimal. I'm concerned about bringing on 2 more voting members – now you're talking 12 to 13 folks – How is this larger board functioning? Is it too cumbersome? We have enough difficulty as it is getting people to serve.

There is a robust debate on this issue and the board considered each of the various arguments. The board believes that allowing these two officers a vote will strengthen the board.

Do you know what the original rationale was for not giving the secretary and treasurer a vote?

No-one knew the answer.

Did the board give any thought to making the Secretary and Treasurer positions subject to election by other board members like the President and Vice President?

Tim didn't recall.

Is there an intention to decrease the size of the board by 2 each year to get smaller?

Based on our research, there was not strong support for reducing the size of the board at this time. Also, life happens and not every trustee is able to serve out their full term. This gives us some resiliency should one or two voting members have to resign mid-term.

When the board needs to go into executive session, will the treasurer and secretary be excluded?

[The answer to this question was not recorded. As voting members of the Board, the Treasurer and Secretary have a right to be present at executive sessions.]

There may be times where there are disagreements between the board and the treasurer. The board is supposed to speak with unanimity. What happens if the treasurer disagrees? Think about that.

The LDNC chair responded and reported that a number of treasurer candidates in years past have declined in light of the fact that the treasurer is responsible for the church's finances without having a vote on the board. Three years ago, our recruitment materials reported that the treasurer's time commitment would be 10 hours, two years ago we changed it to 10-15, then this last year we said 15-20. This year we said the commitment would require 20 hours per month. Thinking long-term, I see that there are still 2 vacant positions to fill.

VOTE: The motion to approve the change in the by-laws passed on a voice vote with 4 abstentions. There were 0 nays.

FINANCIAL REPORTING

1. 2019 Actuals (based on Jan - June) – Mark Regulinski, Treasurer
Based on the experience in the first 6 months of 2019, we're expecting close to \$300,000 shortfall in income based on the aspirational 2019 budget goal of \$2 million. Accordingly, we have made several adjustments, including reductions in our core programs expenditures (music, social justice, children's RE), committee expenses, and increased spending for professional fundraising.
2. 2020 Budget (Jan - June)
Mark noted that three things come to mind when he thinks of budget formation: the Finance Committee, Treasurer and Assistant Treasurer. The LDNC is always interested in meeting those considering service as a Treasurer or Assistant Treasurer and the Finance Committee is always in need of volunteers.

Time does not allow a line-by-line discussion of the proposed budget. This opportunity was given in November, but he and Traci Hughes would welcome the opportunity to meet with congregants individually to address concerns.

The proposed 2020 6-month budget has a \$31K deficit. We are aligning our income estimates for FY 2020 (Jan - June) with the actuals of the first six months of 2019 with the exception of an increase in revenue of \$100K due to rental by a new tenant, fundraising income (\$18K), and grant making ((\$12K). Again, this reflects a decrease in projected core donations of \$225,000 (pledges, non-pledge contributions, and plate cash). In terms of expenditures, we plan to be able to decrease spending on ministers' compensation by \$60K while increasing other salaries to align with UUA guidelines for a church of our size. However, we are still forced to defer some building maintenance and to further reduce spending on music, Children's RE, other program activities.

A motion was made and seconded to accept the Treasurer's Report and the proposed 2020 budget. Traci Hughes responded to questions.

Budget Discussion

Thank you. This is one of the most transparent budgets the congregation has ever seen. Where are we in terms of trying to provide a contribution to health benefits for dependents of church staff?

The church pays 50 percent of the premium for dependents of participating employees. All full-time employees are eligible to participate.

What's happening with the folks in our membership who aren't contributing? If that's not already on the table, I'd like to help with that.

Campbell and Co. has already completed the capacity study. The good news is that the church's capacity is quite robust. It is, according to their research, a matter of communicating the need, implementation of the pledge campaign itself, and follow up. That's the work of the Executive Director, the leadership team, the board – we need to get some of that implemented right away.

The other good piece of news is that we have more than just a guess analysis of why people aren't giving to the church. Campbell & Co. conducted several interviews with people who don't give and those who do.

I want to express my appreciation to Traci Hughes and to Mark — you both went to the heart of the matter on financial issues.

Are we adding \$30K in the red to \$250K in the red? How long will it take us to make this up?

We've taken austerity measures in the second half of 2019 to address the projected shortfall in 2019 and in FY2020 and 2021, we are going to focus on the revenue side of the ledger amongst our non-voting members and our voting members who have the capacity.

Libbie Buchele: We could have a fundraiser or we could get 8 more members to pledge. I've heard some pushback wondering why are we talking so much

about money. If you've been hanging back and want to see where the church can go, this is the time.

I have a point of clarification. Chapter XIII of our by-laws says our FY is Jan – Dec; has that been addressed?

Yes. [This response was in error. The bylaws were amended in June 2020 to adjust the fiscal year.]

One area of opportunity would be encouraging committees to be more self-sufficient and revenue generating.

The estimated cost to repair the steeple is high up in the 6 figures. We have to plan for that too.

I have 8 pledge slips in my hand. I'm available to collect more!

The Stewardship & Development Committee will be working on all of these ideas.

A motion to move the vote was made and seconded. There was no discussion.

VOTE: The motion to approve the Treasurer's Report and FY20 budget passed by voice vote.

ELECTIONS

1. Nominations for Board Trustees and Officers - Maya Hermann, Chuck Woolridge
The LDNC is asked to foster the congregation's leadership skills as well as to screen, nominate members of the board. There are 15 members on the LDNC and they each serve 3-year terms. Chuck Woolridge expressed thanks to those ending their terms this year: Trustees Tehani Collazo, Cheryl Gray, and Tim Rhodes; Officers Jennifer Bruneau (Membership), Carrie Davidson (Secretary), Andrew Scott (Assistant Treasurer); LDNC Members: Kerry Reichs, Derek Robinson, Ben Whelan-Morin, and Church Woolridge.

This year, the LDNC is putting forth a slate of 7 for terms on the Board of Trustees — three for 3-year terms as trustees, one for a 2-year term, a Secretary, Membership Secretary, Moderator, and Assistant Secretary. We received an application on Wednesday for assistant treasurer. They will be considered an interim appointment.

It was an unusually difficult recruitment year, but we are very hopeful we will have a full roster of leadership early in the new year.

- 3-Year Term Nominees: Joseph Feuer, Neil Manzullo, and Cathy Tortorici
- 2-Year Term Nominee: Erika Landberg
- Secretary: MJ Crom

- Assistant Secretary: Erika Loke
- Treasurer: Mark Regulinski
- Moderator: Mike Hill
- Membership Secretary - Vacant

Discussion

In light of the change in the church's annual meeting from December to June, when do these terms end?

We are hoping that people will commit to a 3.5 year term. That wasn't part of the commitment when they were recruited.

There was a request for nominations from the floor. There was a motion to nominate Jana Owens as Membership Secretary. The motion was seconded. Jana accepted the nomination.

It was moved and seconded that the slate of officers and trustees put forth by the LDNC be adopted.

VOTE: The motion passed on a voice vote. There were no abstentions or nays.

2. Nominations for Leadership Development and Nominating Committee

The following members have agreed to continue to serve on the LDNC: Brenda Barbour, Mary Beth Hatem, Maya Hermann, Paula Shoecraft, Tom Fox, Rahima Rice, and Jennifer VanMeter. Nominees for 1-, 2-, and 3-year terms are as follows:

- 1 year – Constance Young
- 2 years - Claire Adrian-Tucci and Michael Chandler
- 3 years - Taquiena Boston, Jeanne Kowalski, Sarah Raymond, Tracy Zorpette, VACANT

It was moved and seconded that the slate of candidates for service on the LDNC be adopted.

VOTE: The motion passed on a voice vote. There were no abstentions or nays.

NEW BUSINESS

No new business was raised.

CLOSING PRAYER

Rev. Hardies led a closing prayer.

ADJOURNMENT

The meeting was adjourned.

Respectfully submitted,
Carrie Davidson, Secretary term ending December 2019