

All Souls Church Unitarian Board of Trustees Meeting Minutes

June 14, 2023

Trustees

Name	Present	Absent
Alan Abramson	x	
Cait Clarke	x	
Pam Coukos	x	
Sophia Fisher, Secretary	x	
Gretta Goodwin	x	
Maya Hermann, President	x	
Traci Hughes-Trotter, ex officio	x	
Brian Petruska, Treasurer	x	
Clair Null, Vice President	x	
Bill Sinkford, ex officio	x	
Justis Tuia	x	

Officers

Danielle Henry, Moderator
Brad Johnson, Assistant Treasurer

Staff Present

None

Guests Present

Neil Manzullo

Reports Received

- Executive Team Report

Convening

The meeting was convened at 7:02 p.m.

Chalice Lighting

Cait lit the chalice and shared a reading

6-1 Approval of Agenda

- *Motion to approve agenda*
 - Approved without objection

6-2 Consent Agenda

- Meeting Minutes
 - a. March 22, 2023
 - b. April 23, 2023
 - c. April 26, 2023

d. May 3, 2023

- Finance Committee Nominations: Jason Mellen, Taylor Johnson, and Phyllis Caldwell
- Beckner Fund Committee Nominations: Barbara Myers, Eva Newbold, Dariely Rodriguez, Jennifer Smith, and Vanessa Williamson
- General Assembly Delegates: Pam Coukos and Neil Manzullo
- *The Finance Committee item was removed from the consent agenda*
- *Motion to approve, seconded, approved without objection*

Finance Committee Discussion

- Brian and Brad reported that they had received emails expressing interest in joining the finance committee from two different people, one of whom is a CPA. The potential additional members would exceed the required minimum of six, but there is no set maximum.
- Six members on the committee works well; adding more could be cumbersome.
- Looking for people with specific skill sets (social responsibility, investment, other areas) more than increasing numbers on the committee
- Don't currently have a CPA, which could be a useful skill set
- Given the landscape of the congregation, this is not the time to dampen anyone's interest in lay leadership
- Worth looking at both people at the next meeting
- *Motion to approve the three new members of the finance committee included in the packet (Jason Mellen, Taylor Johnson, and Phyllis Caldwell). Seconded, approved without objection*

6-3 Transition Debrief/Discussion

- Neil Manzullo, immediate past president of the Board, gave a presentation that walked through some of the highlights of his term on the Board
 - There wasn't much in the way of handoff from one Board to another, not a lot of structure
 - In 2019, the Transformation Team recommended a co-equal 3 person executive team made up of the Executive Director and 2 ministers
 - Challenges of the co-equal team:
 - Lack of clear record of why the c-equal Executive Team was created or what the expectation are
 - Lack of congregational involvement in this major change (at the time it was made 4 years ago)
 - The model was built after the creation of the team
 - Current:
 - Congregation puts more weight on the authority of the minister
 - Weight of accountability has been felt more by the Executive Director
 - Team has not felt free to decide on who focuses on what
 - Difficult to describe what this model means to developmental ministers
 - Non-executive team staff directly impacted by lack of clarity—not sure who their boss is
 - Church Goals
 - 2010-11—goals were developed but given to the Church Council; fell off the Board's radar
 - New goals drafted in 2022
 - What do we do with the new goals?

- Good position to transition into shared ministry governance model
- Policy monitoring
- 8th principle
 - Challenges
 - Racial makeup of Board and Board leadership
 - Not a lot of training/resources
 - Learning as we go
 - Considerations
 - Relational development
 - Slow down and focus on process (difficult amid calls for urgency)
 - Ask questions and listen to answers
 - Consider a racial justice audit or other consultant (CRR request)
- Discussion
 - Could this presentation be shared with the congregation>? May help with transparency and trust
 - Broader role for Board to play in sharing information with the church
 - Conduit so members know what's going on
 - Ask a Board Member should be reinstated
 - Congregants can forget that Board members are congregants too
 - Interested in shared ministry how things change over time
 - Time for shared ministry and for people to step up
 - Listening sessions may be something to consider
 - Only focus on one thing well per year; may want to focus on Executive Team roles

6-4 Board Leadership Nomination and Election

- Maya was nominated for president and Clair for vice president. Both gave brief statements about why they were interested in serving in the roles.
 - *Motion to elect Maya president and Clair vice president made, seconded, passed without objection*

6-5 Staff Exit Interviews

- Offer exit interviews to departing staff and develop themes to present to the Board
- Forward looking lens
- Help to lay groundwork for a consultant
- Need to establish confidentiality; nothing would go beyond the Board
- UUA conducted exit interviews, so any effort from the Board should complement not replicate that work. UUA exit interviews will be shared with the ET
- Good for the Board to get some feedback because the number of staff leaving is somewhat unusual
- Motion: direct Pam Coukos, Sophia Fisher, and Alan Abramson to conduct exit interviews with Jen Hayman, Rochelle Rice, and Gary Penn to better understand departing staff experiences with perspectives on All Souls as an employer so that the Board can assess whether there are ways our policies can be strengthened.

Interviewers will synthesize the conversations and share high-level themes with the Board and ET at the next board meeting. Findings may be used to determine the scope of any external consultancy.

Motion passed unanimously

6-6 Upcoming Board Vacancy

- There will be a vacancy on the Board starting in August due to Cait Clark's resignation
- Motion: Direct the LDNC to recommend a candidate for the Board to appoint following Cait's resignation from the Board in August.
 - Discussion: try to improve diversity
- Motion passed unanimously

6-7 Treasurer's Report

- May and June results will be presented at the next meeting
- June is the end of the Fiscal Year and will also be a quarterly review
- There's a process underway find an owners' representative to help manage construction
- Money from the grant has been deposited at First Virginia Bank
- Can we establish a building committee?
 - Yes, can be considered on a future agenda

6-8 Executive Team Report

- Building evaluation is to start June 22
- Kerns architects will develop a phasing plan
- Finance committee is not the right place to handle the building overview
- Need to form a building committee if going into a capital campaign
 - Financial planning piece needs to stay with the finance committee
- Will need a capital campaign to fund church repairs
 - Starting to talk to consultants
 - Time constraints
 - Feasibility study needs to happen in September for spring capital campaign
 - Executive Team will present a package that lays out architect's report, recommendations once the evaluation is done (will also include the capital campaign consultant)
- Will the package include the steeple?
 - Not currently, feasibility focusing on water infiltration and mortgage
- Will be August before numbers are ready
- Think that we need to include the steeple and present the full picture to the congregation
- Now is the time to develop a plan for the building—longer term look at all issues
- Capital campaigns are approved by the Board and the congregation
- Opportunity for shared leadership
- Possibility of working with 8th principle team and Board leadership to shift antiracism work away from compliance and towards engagement and evaluation
- What are we doing to address that Rev. Bill and Traci were attacked? How are we addressing it and taking it seriously
 - All Souls needs a summer break
 - Hope that the Board will have a regular effort at some level of training

- No training on antiracism for years
- No shared language/framework to talk about this
- Open to consultancy to provide the training
- CRR will present the Transformative Justice consultant's work/recommendations
- Audit was submitted and reviewed by the finance committee
- Three years of monitoring are up this spring—what might we think about changing?

6-9 Report on Executive Limitation #4

- The way the budget was done this year shouldn't be a model—need to find a way to both fundraise in the spring and then prepare the budget
 - Need to discuss this more with the finance committee
- Motion: find the Executive Team in partial compliance with various Financial Management policies
 - Which aspect is the Board finding partial noncompliance?
 - Missed deadlines for the budget
 - Lack of fundraising guidelines for committees and staff members
- motion passed unanimously

6-10 Scheduling of Future Board Gatherings

- Discussed schedule for 2023-2024 Board meetings, new member orientation, board retreat, and board social

Motion to adjourn

- Approved without objection
- Meeting adjourned at 9:57 p.m.