

**Unitarian Universalist Church of Annapolis**  
**Special Board of Trustee Meeting**  
**ZOOM, UUCA Library, March 11, 2019 from 7:00 - 9:18 PM**  
**Minutes Approved**

**Board Attendees:** Heather Millar, Craig Beyler, Kari Alperovitz-Bichell, Caryn Jackson, Rob Malone, Stan Haavik, Peter Morse, and Rev. Kathleen Rolenz. **Other Attendees:** Staff: Rev. John Crestwell; Governance Team 2: Bryan Barrett

**Opening Words: Rob**

**Approve February 25 Board Meeting Minutes: Caryn**

- **ACTION:** Motion made by Heather and seconded by Rob to approve the Minutes of the February 25, 2019, Board meeting as amended tonight. Reflection on the impact of this action in light of the 8<sup>th</sup> principle. **APPROVED.**

**Agenda for the Congregational Meeting: Heather**

- Heather will reach out to others, including our ministers, about how a Right Relations Team would work at our congregational meeting.
- Heather advised that under the standing rules exception, there will be no Bylaw amendments from the floor. Nominations will be accepted from the floor for the Board and Nominating Committee but not the Ministerial Search Committee.

**Governance Team Report: Craig**

- Board reviewed short and long version of timeline to implement new Bylaws.
- Board reviewed the following proposed Bylaw amendments:
  - **1- Bylaw II.** – proposal in **Non-Discrimination** section to move “age” from list of social constructs to “without regard to age, or the social constructs of”.
    - **ACTION:** Motion made by Heather and seconded by Kari to accept the proposed amendment in principle and as changed. Reflection on the impact of this action in light of the 8<sup>th</sup> principle. **APPROVED.**

**Grievance Policy: ACTION:** Motion made by Heather and seconded by Kari to accept the Grievance Policy as presented at last Board meeting. This Policy includes the formation of a Personnel Advisory Team. Reflection on the impact of this action in light of the 8<sup>th</sup> principle. **APPROVED.**

- **2- Bylaw VII.,A.** – proposal to add a Personnel Team section that would report directly to the Executive.
  - **ACTION:** Motion made by Stan and seconded by Caryn to reject the proposed amendment for the reasons given in the amendment form. It was noted that this Team could be properly included in Governing Policies under the “Limitations and Directives”. Reflection on the impact of this action in light of the 8<sup>th</sup> principle. **APPROVED.**
- **3- Bylaw VII.,B.1.e.** – proposal to strike language and insert: “The Endowment Committee shall appoint an Investment Officer whose duties are to: 1) liaise with the

church's professional financial planner, 2) review investments and make recommendations to the Endowment Committee to ensure investments support the mission, are performing at expected market levels, and have necessary liquidity in the event of a need for cash flow, and 3) report to the Endowment Committee at least annually."

- **ACTION:** Motion made by Kari and seconded by Rob to accept this proposed amendment. Reflection on the impact of this action in light of the 8<sup>th</sup> principle. **APPROVED.**

- **4- Bylaw VII.,B.2** – proposal to delete at the end of the section the following words "and the Investment Committee." and replace with the following: "with at least 60% of its members coming from outside the Finance Committee."
  - **ACTION.** Motion made by Heather and seconded by Rob to accept the proposed amendment in principle. Reflection on the impact of this action in light of the 8<sup>th</sup> principle. **APPROVED.**
- **5- Bylaw VII.,C.3.** – proposal to add the following language: "The Nomination Committee shall notify the congregation of any additional nominees no less than six (6) days before the annual meeting."
  - **ACTION.** Motion made by Heather and seconded by Peter to accept the proposed amendment in principle and as changed. Reflection on the impact of this action in light of the 8<sup>th</sup> principle. **APPROVED.**
- **6- Bylaw VI.,G.** – proposal to add to the Articles of Incorporation language that minister(s) shall be ex officio members of the Board of Trustees.
  - **ACTION.** Motion made by Craig and seconded by Rob to reject this proposed amendment. Reflection on the impact of this action in light of the 8<sup>th</sup> principle. **APPROVED.**
- **7- Bylaw VI.,D.2.** – proposal to add to the following language to end of Section C. "Congregation, seeking out and listening to the views of the Congregation in addition to keeping the Congregation informed;" and to add at the end of section i. **first hyphen** "Church. These are developed in conjunction with the Congregation;"
  - **ACTION.** Motion made by Heather and seconded by Kari to accept amendment. Reflection on the impact of this action in light of the 8<sup>th</sup> principle. **APPROVED.**
- **8- Bylaw V.,F.** – proposal to require the use of Robert's Rules.
  - Board discussed but did not vote on this proposal because the proposed amendment was submitted after the February 18 deadline. The Board agreed with the recommendation of the Governance Team that the Bylaws include the flexibility of employing a different parliamentary system at a future time and noted that the recommendation for now is to continue to rely on Robert's Rules.
- **9- Bylaw II.** – proposal to add the word "inclusive" in **Purpose** section and to delete "physical or mental challenge" and replace with "disability" in the **Non-Discrimination** section.

- **ACTION.** Motion made by Heather and seconded by Craig to accept proposed amendment in principle and as changed. Reflection on the impact of this action in light of the 8<sup>th</sup> principle. **APPROVED.**
- **10- Bylaw II.** - Proposal to add “other oppressions” language.
  - **ACTION.** Motion made by Caryn and seconded by Peter to reject the proposed amendment for the reasons given in the amendment form, including that there is no definition present in the Non-Discrimination paragraph and we added “other oppressions” in several places. We plan to add a section that specifies that whenever “other oppressions” is used, it includes several things that will be listed. Reflection on the impact of this action in light of the 8<sup>th</sup> principle. **APPROVED.**
- **11- Bylaw VIII.,E.** – proposal to add the following language at the beginning of section: “Whenever a vacancy exists or is anticipated in the position of Called Minister, the Board may decide to” hire an Interim Minister to serve during the time when the church is searching for a new Called Minister. To remove the remaining language and add: “An Interim Ministerial Search Committee may be appointed to assist in the selection.”
  - **ACTION.** Motion made by Kari and seconded by Craig to accept proposed amendment. Reflection on the impact of this action in light of the 8<sup>th</sup> principle. **APPROVED.**
- **12- Bylaw IX.** – under Section **A.**, proposal to add the following language: “5. Establish and maintain a Lifespan Faith Development Program;” and under section **B.1.** to delete “Directors of Religious Education” and replace with “Head of Lifespan Faith Development”
  - **ACTION.** Motion made by Heather and seconded by Rob to accept the proposed amendment for reasons stated in amendment form. Reflection on the impact of this action in light of the 8<sup>th</sup> principle. **APPROVED.**

**Closing Words – Rob**

**Expectations for next Board meeting**

Opening/closing; edit new Bylaws; draft Agenda for April Congregational Meeting

**Submitted by:** Caryn Jackson, Secretary