



## **Unitarian Universalist Church of Annapolis Board of Trustees Meeting via Zoom**

***MAY 23, 2023; 6:45 pm – 8:55pm***

**Zoom Link: <https://zoom.us/j/92252637488>**

**In attendance:** Carrie Kotcho, Jan Bird, Mike Wanhatalo, Rev. John, Jenn Pollitt Hill, Stan Keeve, Jane Carrigan, Rev. AZ, Laticia Hicks. **Incoming Board Members** (non-voting tonight): Staff Warren, Nicole Bruno

### **Approved Minutes**

After opening the meeting, the Board went directly into the first order of business, to consider and vote on a recommendation from the Finance and Endowment Committees.

**Action:** Motion by Jenn to approve the recommendation of both the Finance and Endowment Committees to borrow \$50,000 to cover the overage in the construction costs from the Endowment at 3.75% interest amortized over 10 years. Seconded. Discussion. **Approved.**

### **Board Reports**

#### **Finance Officer Report - Jenn Pollitt Hill**

Jenn stated that our operating funds are looking healthy. We have about three months of funds on hand. Jenn reported that the Finance Committee regularly monitors or restricted/dedicated funds to ensure their appropriate use. They are working on a set of recommendations of which funds to consolidate to streamline these funds to make sure they are actively used. They are reaching out to



members who manage the activity or use associated with each fund. The recommendations will be delivered at the next BOT meeting.

She also reported that the Finance Committee recommends movement of operating funds in a money-market fund that is getting a low interest rate to a higher interest rate fund.

**Action:** Motion by Jenn to move invested funds for operating to a new higher interest and similarly liquid account pending confirmation from the head of the Endowment Committee. Seconded. Discussion. **Approved.**

### **Ministers' Report** - *Ministers*

Rev. AZ provided a clarification to information about the Solar Panels project from the written report. The 129k number is the cost if we purchased the panels and new roof and is one of the options the Board asked for in the April meeting. Stan asked why UUCA is paying 15k for a roof via the signed contract for 25 years at a higher rate and noted that the cost is over the 3k limit of spending without Board approval or getting three estimates. Rev. AZ noted that Scott Eden did reach out to multiple vendors and got no competing proposals (see prior minutes). The Board minutes from April reflect "BOT decided to defer a decision until next month's meeting. Stan will connect with Scott to work through the details." Rev. AZ also noted that the total per year cost to us paying overtime is less than the 3k limit and was reviewed by an attorney. It was concluded that no violation of by-laws occurred. The April minutes also note that "It's an Executive decision to make, but Executives want to provide all the information to the BOT."

Rev. AZ reminded the BOT to review the Ministerial goals in the written report.

Rev. AZ recommends that UUCA and the Board could benefit from using "Hope for Us" group, a supporting healthy conflict team at UUA to help focus on Board and Congregational conflict resolution. She also reported that our Right Relations



Team might be more effective as a Committee of the Board going forward which would mean a member of the Board would need to be its liaison. Any BOT member can be the liaison starting now. The BOT discussed potential make-up of the Right Relations Team and Rev. AZ reported she is still trying to get at least one more person on the team.

Rev. John and AZ recommend bringing David Pyle to UUCA to do some Policy Governance training with the new Board. Rev. John noted that the Executives and staff will be retreating for 3 days. He also reported that staff evaluations will happen in June.

#### **Eighth Principle Implementation Committee – Update Workshop – Discussion - *Mike***

Mike reported that the group is really interested in the Congregation stating that we have eight principles on our website and talk about the 8<sup>th</sup> Principle there. The next task they are working on is a Congregational Census.

BOT members shared their personal reflections on the Paula Cole Jones workshops.

#### **Governance Committee – Stan**

Stan led a discussion about the creation of a Governance Committee to keep by-laws and Policies updated and relevant.

Stan noted that last year when we reviewed the By-laws, it seemed obvious that we have a lot of work to do on Governance. He also stated that although it is no individual's fault it has not been a UUCA priority since we dissolved our Governance Committee around 2019 after the current By-laws were updated. His research noted that many UU churches have enduring Governance committees that do two principal things:

1. Give training to new board members, refresher training to current members, and to the church in general.
2. Serve as a standing committee to the BOT to ensure the church Bylaws stay current and that the congregation knows them.



**Action:** Motion by Stan that the Board of Trustees create an enduring Governance committee. This committee will work directly for the Board on ensuring that the church's Bylaws are kept up to date and current with the operational demands of the church.

Seconded. Discussion. **Approved.**

Jan will follow up on who will write a charge to the committee to direct their work and how the BOT will select members. A suggestion that met with general approval was that someone from Widening the Circle be on that committee when it is formed. A question for the charge is “How will our revision of by-laws serve the approach of Community of Communities framework we learned from Paula Cole Jones’ workshop.” The opportunity and charge need to be communicated to the Congregation to ask for people to join it. From Jenn – “onboarding for new BOT members, annual assessment of by-laws to see if updates are needed, serve as a resource for implementation questions pertaining to the By-laws” Laticia recommends that we have a further on-boarding discussion in addition to this motion which met with general agreement.

### **Thank You and Goodbye to Jane and Stan**

Jane shared her gratitude for having the opportunity to serve and will find other ways to serve the church going forward. Stan remarked he was happy to see the new Board members attending this meeting even before having a vote. He reminded the Board that we are a voice for the Congregation and encourages us to be bold and ask questions. He offered his thanks for the opportunity to serve. Staff and Nicole had a chance to say hello.

Meeting concluded at 8:55pm.

**Executive Session Began at 8:55pm ended at 9:10pm**

**Submitted by: Carrie Kotcho, Secretary**