

## Unitarian Church of Montpelier

### Meeting of the Board

Tuesday, April 5, 2016, 6:30 PM – 9:00 PM

#### MINUTES

**Convened:** 6:26 PM

**Location:** Unitarian Church of Montpelier, Montpelier, VT

**Present:**

Nancy Read, Board Financial Officer	Jo Romano, Board Vice President
Will White, Board Member at Large	Priscilla Fox, Board Member at Large
Melinda Moz-Knight, Board Member at Large	Joan Javier-Duval, Minister (ET)
Peter Thoms – 2020 Vision Task Force	Paul Olson – 2020 Vision Task Force

**Absent:**

Amy Willis, Board President	Stuart Russo-Savage, Board Secretary
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**I. Opening/Chalice Lighting: (6:26)**

- Will

**II. 6:30- 6:35 Check in**

**III. 6:35-7:26: Strategic Plan: The 2020 Vision Task Force will present the plan in advance of the April 12 Committee of Chairs meeting.**

- Peter and Paul explained that the purpose of the strategic plan is to drive actual results from the vision statement
- Joan noted that at the end of the church year, the 2020 vision task force will disband and the responsibility for carrying the strategic plan forward will rest on the board
- It was suggested that the Board annually commission and oversee a congregational survey to track indicators and have a baseline for "becoming more of who we are and want to become"
- The board liked the idea of groups and task forces to carry out action steps. Outcomes are taken directly from vision statement. Be careful not to duplicate or impinge on what others in our community i.e., organizations and churches, are already do by way of serving human need.
- Minister is involved in a lot and needs to be. The financial implications of a name change should be identified.
- Concern that conversations with congregation might create member fatigue. It was discussed that a new norm needs to be raised up - that dialogue is continuous

and good. Throughout all discussions with congregation it was suggested that a covenant be made to guide all future discussions to foster civil conversation.

- There was clarification about what Spiritual "grounding" means. All that we do is based on church life and meetings should reflect that. Spiritually based. Some responses include: all gather from church life. That we "attend" to why we come together.
- It is clear to see the parts as well as the whole. The action steps make it easier to participate and find the ways individuals may want to specifically engage in the plan.
- Feedback on Priorities - how should we sequence or prioritize outcomes?  
Possibilities:
  - i. Name and Space outcomes.
  - ii. Name outcome
  - iii. Outcome related to "stretching our comfort zone"
- Full Board needs to take the first year to research existing data about what is needed for a midsize church and any projected growth. Board members are reminded to read "Raising the Roof" book. Board needs to study past, trends, impact on changing positions, i.e., DRE, etc.
- The board discussed which vision outcomes should be priority when creating timelines associated with the strategic plan.
- Next steps from the 2020 Vision Task Force are to present the draft to the Committee of Chairs next week. Then, at the end of the month, the task force will reconvene and add timelines to the draft along with any other recommended changes. The final draft will be presented to the board at the June 7<sup>th</sup> board meeting and if approved, it will be released to the congregation on June 12<sup>th</sup>.

**IV. 7:26-7:44: Board will review and approve policies on “Sexual Abuse and Prevention” and “Disruptive Behavior.”**

- The board discussed several issues with the Sexual Abuse and Prevention policy, including a few irregularities, with Peter Thoms and Joan (who were representing the Response Team).
- Priscilla recommended that the board adopt the Sexual Abuse and Prevention policy as is and recommend to the ET that it review several issues that were identified during discussion. The rest of the board agreed. It was requested that the changes be circulated to the board prior to the June board meeting so they can be approved prior to the end of the church year, if possible.
- The board had no comments on the Disruptive Behavior policy and it was approved.

**V. 7:44-7:45: Approve March minutes (with edits)**

- The board approved the minutes of the March meeting

**VI. 7:45-7:50: Minister's Report**

- The board discussed the Ministers report including the status of the DRE position and celebrated all the work being done by the Minister.

**VII. 7:50-7:55: Stewardship Report: Dan Groberg will send us an update on the pledge drive in advance of the meeting.**

- The board discussed the report from Dan Groberg, and Jo will write to Dan and follow up on outstanding pledges. As of the April meeting date, the pledge drive yielded less than anticipated.

**VIII. 7:55-8:05: Priorities of the Church:** The board will discuss which items should be prioritized, giving Will and Nancy a guide to work from at the April 17 Financial Committee meeting (when the budget will be finalized for approval by the ET, and then the board).

**NOTE:** Please refer to “Memo from ET/MT to FC re FY2017 Budget Proposal,” which was emailed to the board on March 30.

- The board discussed different line items that could possibly be cut if the budget isn't fully funded by the pledge drive.

**IX. 8:05-8:25: Update on items from March meeting:**

- **Financial Review/Draft of potential bylaw change regarding “outside auditor”:** Update from Nancy. Are communications efforts needed for these activities (particularly the bylaw change)? Who will write and post the news, and where will it be posted?
  - i. Nancy finished the audit checklist and will draft the bylaw change and circulate it to the board by email. Nancy will also communicate the requirements of the audit checklist with Paul Wallace-Brodeur.
- **Board Positions and Terms:** Do we want to try to communicate a bylaw change now? Are we sure we need a bylaw change now?

OR ... we could clarify what's already in bylaws with “*The Board fills any elected officer vacancy until the next annual meeting. If, at that time, the original elected officer had one year remaining of a two-year term, members will elect a new officer for one year, in order to preserve staggered terms.*”

The part about electing officers to the board and having the board decide the positions later does not require a bylaw change and makes a lot of sense.

What venue do we need to post any changes to the election process? When?

- i. The board agreed to the proposed bylaw change (see version above, specifying, “If, at that time, the original elected officer had one year remaining of a two-year term, members will elect a new officer for one year, in order to preserve staggered terms.”). The change will be warned as part of the annual meeting. The board will also hold an informational meeting on May 15<sup>th</sup> prior to the annual meeting to discuss the change.

The board discussed the best way to communicate the process change in the election of named officers and the board agreed to adapt the language previously drafted by Amy (text follows):

*In addressing problems with continuity on the board, we discussed the way elections have taken place since policy-based governance was enacted at UCM. This aspect of elections is not addressed in the bylaws and requires no bylaw change.*

*Since policy-based governance was implemented, UCM’s members have elected officers to the board by position (e.g., Amy Willis for president; Will White for at-large position). At the 2016 annual meeting, we will begin electing officers to the board and having the board decide which role each officer will fill.*

*This is very common procedure among boards. In having the congregation vote for board members and having the board decide specific roles, we:*

- 1. *Ensure continuity and eliminate confusion:*** *If Stuart decides to become secretary after being on the board for one year, does that mean he must run for another two-year term? Under current practice, it is not entirely clear but would seem that way. But doing things that way could extend a person’s service longer than anticipated (and eliminate people wanting to take on certain roles). It would also disrupt continuity by having Stuart’s term extend one year longer than his original elected term.*
- 2. *Ease recruitment:*** *It is very difficult to recruit people for the board when the open positions are “president, vice president and secretary.” These roles seem daunting to many newcomers, and may eliminate participation on the board if that’s what is presented.*

*We thank you for your interest in good governance, and invite your consideration for a bylaw change. The annual meeting is May 22, right after the regular worship service.*

- ii. The secretary shall publish the list of board nominees prior to the annual meeting and include the previously discussed language.

**X. 8:25-8:42: Reports from Board: 1) Legacy Research Task Force: Report will need feedback prior to May board meeting (Melinda); 2) Installation Ceremony: How did it go? 3) Other reports/updates.**

- Melinda has distributed the draft report from the Legacy Research Task Force to the ET and will present the report to the board prior to the May meeting.
- All agree the installation ceremony was great and appears to have come in on budget.

**XI. 8:42-9:00: AOB:**

1) Annual Meeting Date: May 22. Set an agenda meeting several weeks before the annual meeting (go over potential bylaw changes and set other items). Also need to warn meeting, print reports, write summary of what the board's done this year (Amy), and do promotional tasks.

**Items for May Meeting and Annual Meeting:**

- Agenda Item for May meeting
  - i. Budget approval
  - ii. Legacy Research Task Force report approval
  - iii. Finalizing potential bylaw changes
- Tasks needed to prepare for Annual Meeting
  - i. Secretary compiles annual report
  - ii. Warn meeting
  - iii. Write summary of board accomplishments for the year (Amy)
  - iv. Explain bylaw changes prior to annual meeting
  - v. Jo will call Judith and create a checklist of all items that need to be completed prior to the annual meeting
- Agenda for annual meeting
  - i. Budget Vote
  - ii. Election of officers
  - iii. Legacy project vote
  - iv. Approve bylaw changes
    - 1. 5.6 Board Vacancies
    - 2. 6.1.7 Financial Review
  - v. Time to thank leaders and volunteers including those leaving roles
- Pre Annual Meeting Forum
  - i. May 15th
  - ii. Discuss annual meeting agenda with board members to write short paragraph describing the agenda
    - 1. Budget – Nancy
    - 2. Legacy project – Melinda
    - 3. Bylaw Change 5.6 – Amy
    - 4. Bylaw Change 6.1.7 – Nancy
    - 5. Proposed Board Members – Bill Dolger
  - iii. Facilitated by Amy

iv. Forum can be a meeting with the Board members in the Fireside room after service

2) Do we need to set a meeting date to further discuss the strategic plan (which will be formally presented at the April 12 Committee of Chairs meeting that Melinda will attend)?

3) June retreat at Nancy's house on June 4, or June 11? Who will send out Doodle poll to ET/MT, board (newly elected members and current members)? Nancy will send out a Doodle poll about the June retreat. Almost everyone seems available June 4<sup>th</sup> in the afternoon.

**XII. Closing: Will**

**Meeting Adjourned: 9:18**

*Respectfully submitted,*

*Will White*

*Board Member At Large*

**Minutes Approved: May 3, 2016**