

CLUUC Board of Trustees Meeting Minutes
January 16, 2018

New Action Items:

WHO	WHAT	WHEN
Jim	Seek Governance committee guidance on committee charter substance	By Exec Comm
All	Comments on google docs for all standing committee charters (Greg: how to enforce Suggesting in those google docs)	Jan 30
Gail	Recommendation next meeting what we do with SD 5	Next meeting
Jim	Eblast material to Sara Da for Sunday's Congregational Conversation	Jan 17
Rebecca	Post approved Board Minutes to website, bulletin board, library binder	by Feb 6
Rebecca	Summarize this meeting for Board Matters	Submit to Sara Davidson by Jan 24
Rebecca	Send a summary of action items (continued, new, and closed) to Board members as reminder	Before the next board meeting

ATTENDANCE:

Board Members Present: Jim Anderson (President), Carol Bertaut (Treasurer), Greg Falcigno (Secretary), Linda Gianessi, Peggy Jackson, Ellen Kelley (Assistant Treasurer), Ariel Mora, Rebecca Nachtrieb (Assistant Secretary), Suzanne Pineau, Gail Riley (President Elect).

Board Members Absent: Raj Rajendran

Staff Present: Tim Atkins, Abhi Janamanchi, Katie Romano-Griffin

Others Present: Governance Committee (Lyn Peters, Jim Kelley, Bonnie Beavers), Capital Campaign Task Force (Don Bliss, Regina Dull)

Board Meeting Reports:

Appendix A (website) - Board Meeting Minutes December 12 2017

Appendix B (website) - Exec Com Meeting Notes January 2, 2018

Appendix C (website) - Board Retreat Notes January 6, 2018

Appendix C1(website) - Change & Adaptive Leadership Powerpoint Board Retreat Jan. 7, 2018

Appendix C2 (website) - Agenda for Board Retreat 06 JAN 2018

Appendix D (website) - Requested Updates to Standing Committee Charters

Appendix D1(website later when final) - Mosaic Makers Updated Charter

Appendix D2 (website later when final) - HR Committee Updated Charter

Appendix D3 (website later when final) - Financial Policy Committee Updated Charter

Appendix D4 (website later when final) - Development and Fundraising Updated Charter

Appendix D5 (website later when final) - Governance Committee Updated Charter
Appendix D6 (website later when final) - Endowment Committee Updated Charter
Appendix E (website) - Board Committee 2017-18 Membership Updates
Appendix F (website) - CLUUC_letter_to_K.Flaherty_12.5.17
Appendix F1 (website) - External Financial Review Final report
Appendix G (website) - Senior Staff Report - Jan. 2018
Appendix H (website) - CLUUC Strategic Plan SD5

Opening: Convened at 7:32 p.m. with centering words, chalice lighting, and check in.

Board Business:

Approval of Consent Agenda:

Appendix A (website) - Board Meeting Minutes December 12 2017
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Approved.

Report on Previously Open Action Items

- Create Evaluation Task Force (Gail) (from June 2017)
 - 7/25: Gail volunteered to chair the task force, requested volunteers. Action Item stays open.
 - 9/26: Gail to link with Governance task force, not to overlap.
 - On hold, waiting for Strategic Directions
- Gather Board Photos: (All give to Rebecca) (July 2017)
 - 11/14: need headshots from Greg, Ellen, Raj before completion.
 - 1/16:
- Policy Manual to change the responsibility for appointing the Right Relations Team from the Senior Minister to the Board. (Greg/Rebecca) (from Sep 2017)
 - 10/17: no update.
- Committees revised charters (Ariel, Greg) (from Aug 2017)
 - 10/17: Charter revision communicated to committees, with request to respond with new charter by Dec 15.
 - Two received so far.
 - 1/16: on tonight's agenda
- Find out if Abhi received results of the evaluation survey. (Jim) (from Nov 2017)
 - 12/12:
- Contact Mosaic Makers about last year's letter (Jim) (from Nov 2017)
 - 12/12: In progress (Jim)
- Explore drafting a follow up story to our UUA letter (Exec Committee) (from Nov 2017)
 - 12/12: In progress (Jim)
- Currently in negotiations for the leader of the Task Force for Covenant of Right Relations
 - 12/12: In progress (Jim)
- Check on the location of the Board of Trustees minutes etc archives (Rebecca)
 - 1/16: Rebecca and staff started looking

Capital Campaign Steering Committee Update

- Currently in Week 7 of 30
- Moving along with visits during this silent period
- Building volunteer crew
- Reviewed questions that have come from early interviews, e.g. articulated goals have unclear math (5.5million for facility, 15% of 7 million for mission, motion says remaining for endowment, campaign material says 1.5 million for mission instead)

Governance by Policy Primer for Board Members

- Started with mention of Hotchkiss 2nd edition as background for our implementation of Governance by Policy
- Reviewed the charter of the Governance Committee
- Reviewed Top 10 reasons we implemented Governance by Policy
- Reviewed the related role of the Congregation, Board, and Vision/Mission

Review of Standing Committee Charter updates (Appendices D & D1-D6)

- How about standardizing three sections: Mission, Membership, Leadership?
- How about further format standardization? How about a template of what we want to see in a charter - not about format, but about content.
- Let's look for parts of their mission that don't fall under the theme of supporting the Board in its work. Let's look for their Mission section to be phrased in support of that theme.
- Mosaic Makers, Peggy: would Board member be committing to a 2-3 year term? (Let's pose that back to committee. In last few years it has been for 1 year.)
- Financial Policy Committee: has the mission kept up with restructuring of budgeting and responsibilities delegated to Staff? Perhaps formalize how the FPC provides regular monitoring of the church financial operation.
- Good that Committees now mention open application, let's also see that they include details we want about diversity and such.
- Next month meeting we'll decide what to send back to Committees. Comments to the Task Force in the next 2 weeks.

Initial FY18-19 Budget Guidance and Strategic Direction 5 (Appendix H)

- Do we need SD 5? 5.a has novelty in mentioning culture of generosity. 5.b is the most visible place recording the plan to eliminate the deficit.
- Everything needs measures work. Measures in 5a are largely done, concerning setup of the standing committee. The retreat's comments about 5b measures still apply.
- Budget Guidance to the staff for prioritization of some outcomes over another would be helpful.

Repeal Board Policy Manual Language on Staff Loans

- Oops, let's clean up our contradictory changes

Annual Meeting

- Capital Campaign/Stewardship Campaign will still be working toward their budget input, so it would be

best to move to later than typical.

Board Decisions (include motions passed):

“I move that the Board rescind the email vote from June 29, 2017 described below, thereby removing the Board Policy Manual revision it called out.”

- Gail moved, Rebecca seconded. The vote was unanimous. The motion is passed.

Process Check (Rebecca)

Pro: Fruitful discussions and clarifications

Con: Agenda disrupted

Adjournment at 9:39 p.m.