



# CEDAR LANE

WHERE **LOVE** WORKS

## CLUUC Board of Trustees Meeting Minutes October 18, 2022

### Attendance

**Officers:** Roger Santodomingo (President-Elect), Sandy Dawsey (Secretary), Sandy Stalzer (Treasurer), Nancy Janssen (Assistant Secretary), Jack Rodgers (Assistant Treasurer)

**At-Large Members:** Mmamohau Tswaedi, Sandy Shaw, Nancy Floreen, Marilyn Emery, Eduardo Hernandez

**Absent:** Bob Essink (President), Nate Hultman (Past President), John Dunn, Stephanie Williams

**Staff:** Abhi Janamanchi (Senior Minister), Jennifer Morley (Executive Director)

**Guests:** Greg Falcigno, Maryann Dillon, Paul Strella, Kay Gottesman

### Opening

The meeting began at 7:20pm. Rev. Abhi provided the centering words. Sandy Dawsey read the Vision/Mission statement and the Board of Trustees' Covenant, and Roger Santodomingo read the Board of Trustees' Priority Statement.

### Consent Agenda

Sandy D asked if there was any discussion of the Consent Agenda, but there was none. Nancy Floreen made a motion to approve the Consent Agenda, and Sandy Shaw seconded it. *All in favor.*

### Discussion of the Congregational Name Change

Roger reviewed the history of the congregational discussions about changing the name of Cedar Lane to a name without the word "Church", including a survey in 2017 and 3 listening sessions during the past two months, and he reviewed the results of those listening sessions

(how many times different names were mentioned favorably or not favorably) that were compiled by Bob Essink, and he proposed the following Resolution:

***Resolution on a name change for Cedar Lane Unitarian Universalist Church***

*After consultation and reflection—including a congregational survey conducted in 2017, three listening sessions in the last two months, written feedback and emails offered by congregants—and internal deliberation among Staff and Board Members, the Board of Trustees proposes for consideration of Cedar Lane members the following names: "Cedar Lane Unitarian Universalist Congregation" and "Cedar Lane Unitarian Universalists." Those two new names enjoyed more positive and fewer negative mentions than other alternatives during the recent listening sessions or were among those most favored during the 2017 survey. The Board of Trustees calls for a special Congregational Meeting on November 20 to discuss and decide on a name change or keep the current one, "Cedar Lane Unitarian Universalist Church," through a voting process.*

There was considerable discussion, primarily about how voting on this issue should take place: Bob's proposal (different rounds of ballots, beginning with three names, including the two alternate names with the most favorable mentions in the listening sessions and the current name, and each successive ballot throwing out the alternative with the fewest votes in the previous ballot - outlined in Board packet Appendix G-2) vs. two separate votes (the first whether or not to change the name, and if the first vote was for changing the name, a second vote on alternative names) vs. real rank-choice voting. This discussion did not come to a conclusion, and it was decided to continue this discussion at the next (November 15) Board meeting. In the meantime, however, Nancy Floreen made a motion: "*To adopt Roger's Resolution and call a Congregational Meeting on November 20, 2022 to discuss and vote on a name change or keep the current name.*" Sandy D seconded this motion, and it passed with *all in favor except for one abstention* (Mmamohau).

**Action Item: Give notice to the congregation that the Board of Trustees calls a special Congregational Meeting on November 20, 2022 to discuss and vote on changing the name of Cedar Lane Unitarian Universalist Church.**

## Thanking the Renovation Task Force and Charging the Construction Task Force

Maryann Dillon gave an update on the renovation process. All permits have now been approved, and we should have a final cost estimate from the General Contractor within 2 weeks. In addition, we have hired Larry Stalzer, a Cedar Lane member, to be our Owner's Representative. Larry is a recently retired licensed architect who is well-versed and experienced in all aspects of construction. He will assist us in contract negotiations and will represent Cedar Lane's interests throughout the construction process. We are thrilled to have Larry in this position, both because of his experience and because we know that he will always have Cedar Lane's interest at heart. Marilyn Emery moved that: "*The Board of Trustees of Cedar Lane Unitarian Universalist Church affirms Larry Stalzer as our Owner's Representative for the*

*upcoming construction and renovation project.*” Sandy D seconded this motion, and it passed with *all in favor except for one abstention* (Sandy Stalzer).

Rev. Abhi stated that it is the natural flow of large renovation projects, such as the one we are undertaking, that they start out with a larger, more general task force, which has a larger view and is responsible for the outline of the project and fundraising for it, and then when the project enters its construction phase, this larger task force transitions to a smaller more focused task force that oversees the construction itself. The Board agrees that this is the appropriate time for such a transition in the life of Cedar Lane’s renovation project. Thus the Board would like to express its tremendous gratitude for the Renovation Task Force and all its members for its exemplary work over the last several years. And we would like to create a Construction Task Force to oversee the construction and renovation project from this point on. Nancy Floreen made the following motion: *“The Cedar Lane Board of Trustees expresses its deep appreciation to the extraordinary efforts of the Renovation Task Force, led by the remarkable and indefatigable MaryAnn Dillon and Mary Means, and approves the Construction Task Force to oversee the management of the renovation of The Cedar Lane Unitarian Universalist Church.”* This motion was seconded by Marilyn Emery, and it passed with all in favor.

**The Charge of the Construction Task Force shall be:**

- a. to act in the interests of CLUUC as it relates to financial expenditures, schedule management, change orders and building use during the period of construction. The budgeted position of *Owner’s Representative* (OR) will be employed, part-time, by CLUUC and be the lead Task Force member in this responsibility. The OR will be the primary point of contact (POC) between the General Contractor’s Project Manager and Cedar Lane. The specific OR responsibilities as well as OR-related Cedar Lane responsibilities are stated in the Owner’s Representative Letter of Agreement with CLUUC.
- b. to have primary responsibility to see that the responsibilities of Cedar Lane as described in the Owner’s Representative Letter of Agreement are fulfilled.
- c. to work with the Executive Director and Construction Task Force Chairperson(s) to transmit approved payment “draws” to the Contractor as requested. The OR will have a specific responsibility to review and recommend action on the GC’s payment request and coordinate payment with the Administrative Staff as needed.
- d. to support the Ministry and Administrative teams in coordination of building use. This may mean safely storing equipment and furniture from areas of the building that are being closed for renovation. It will also include prepping areas of the building when they are ready to be used, either permanently or temporarily as construction continues. A building “prep and use” team will be formed.
- e. to prepare communications with stakeholders that explains the status of the project, the use of the building at various points during construction and in some instances,

prepare more detailed explanations of how Cedar Lane members and staff can access the facility for Sunday services or on-site meetings during weekdays.

- f. to complete the work started by the “sign Squad”, subcommittee of the RTF.
- g. to update the Board on the progress of the construction monthly for the duration of the construction and renovation.

## The Board Priority Statement and the Board of Trustees Covenant

During the past month, Roger, Sandy Shaw, John Dunn and Nancy Floreen reviewed the Board of Trustees Priority Statement and Covenant. Roger presented their suggested updated versions:

### **Board Priority Statement –' 22-'23**

"To help build a just world, leading our multi-cultural and multi-generational spiritual community, embodying our eight principles, and growing sustainably."

### **Board of Trustees Covenant**

"As Trustees, we covenant to keep the Congregation's best interests at heart and carry out the trust placed in us as guardians of our Vision/Mission and as stewards of Cedar Lane's resources. We will exchange ideas thoughtfully, honestly, and respectfully as we seek to reach a position we can all support. We will hear all voices, commit to the group's majority decision, communicate frequently with the Congregation, and lead the Cedar Lane spiritual community with our example."

Marilyn moved to accept these updates, Sandy D. seconded this motion, and *all members voted in favor.*

## Board Policy Manual Committee Charters and Task Force Charges 2022-2023

Greg Falcigno presented the updated Board Policy Manual Committee Charters and Task Force Charges for 2022-2023 (all updated within the past month) (Board packet Appendix F). Nancy Floreen moved to accept these updates, Sandy Shaw seconded the motion, and *all members voted in favor.*

Considering that the Reopening Task Force ceased its activities in the past two months, and the Renovation Task Force has now transitioned to the Construction Task Force at this meeting, Greg requested that the Board remove the Reopening TF and the Renovation TF and add the Construction TF (and its charge) to the Board Policy Manual. Sandy D moved to make these changes, Sandy Stalzer seconded the motion, and *all members voted in favor.*

## Potomac Partnership Joint Board Retreat

Roger announced that the Potomac Partnership Joint Board Retreat will take place on Saturday January 28.

## Pledging Update

Jen reviewed the latest data on the 2021-2022 and 2022-2023 pledges. The pledges for 2021-2022 are now 94% paid, a rate 1% less than the previous year at this time. For 2022-2023, the \$823,000 from 292 pledge units are about \$100,000 and 30 pledge units less than the corresponding numbers last year.

## Contacting Congregation Members Who Have Not Yet Pledged

Of the list of 50 congregation members who pledged last fiscal year ('21-'22) but have not yet pledged this fiscal year ('22-'23), 30 have now been contacted by Board members to find out how they are doing and to welcome them back to active participation in the congregation. Jen will share the list of the remaining 20 members who still need to be called.

## Dare to Dream Raffle Fundraiser

Sandy D reported that the Dare to Dream 2022 Raffle Fundraiser has now sold ~400 tickets, and it has been extended one more week, with ticket sales ending on Oct 27 and the prize drawings taking place at the Trunk or Treat celebration after the service on Oct 30.

## Endowment Committee Presentation

In response to a request at the Board's August meeting, Paul Strella made a presentation describing the various funds managed by the Endowment Committee (General Endowment, Memory Garden, Kiplinger Fund, Social Justice Fund, Church Organization Account, Blumenthal Fund, and Capital Campaign Fund), their asset allocations, their investment horizons, and their recent performance compared to benchmark funds.

## Closing

The Participant Observer, Sandy Shaw, observed that the meeting went well. Jack Rodgers then read a poem for the closing words. The meeting was adjourned at 9:15 pm.