

**FIRST UNITARIAN CHURCH OF PORTLAND**  
**Meeting of the Board of Trustees**  
**Regular Meeting, December 18, 2003**

**Present:** Kathryn Estey (Moderator), Lee Fawcett (1<sup>st</sup> Vice Moderator), Pat Emmerson (2<sup>nd</sup> Vice Moderator), Don Watne (Treasurer), Peggy McComb, Dave Patterson, Elsa Porter, Pierre Provost, Linda Roach, and Vic Vore

**Absent:** Margo Clark (Secretary), Teri Martin

**Ministers:** Marilyn Sewell (Senior Minister), Tom Disrud (Associate Minister), and Bruce Davis (Intern Minister)

**Staff:** Nancy Olson (Church Administrator), Kate Lore (Director of Social Justice)

**Guests:** Julia Spence (Vision Committee)

**Minutes:** Katherine Parker

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**Welcome**

Kathryn Estey opened the meeting at 6:30 pm.

**“To do” List and Actions Taken**

Everyone: Contact Dave Patterson if you would like a copy of the original Bylaws.

Everyone: Review Bylaws draft and send comments to Dave Patterson, with copy to other Board members, by January 5, 2004

Don: Send language to Peggy McComb to use in Article III, Section 3 of Bylaws.

Action: Amended Complaint and Inquiry Policy approved.

**Opening Words**

Marilyn Sewell asked people to share stories about gifts that touched them deeply in the past or other Christmas memories.

**Meeting Administration**

Lee Fawcett volunteered to be the process observer for the meeting and Dave Patterson agreed to be the timekeeper.

Tom Disrud suggested one correction for the minutes from last month’s Board meeting. On page 3, within the second bullet under “Board Committees’ Reporting Process,” the phrase “executive committee” should read “executive team.” The minutes were approved as amended.

The agenda was reviewed and approved.

## **Announcements from Marilyn Sewell**

### **New Director of Development**

Gene Kersey is moving out of town and has resigned his position as Director of Development. Cecilia Kingman Miller will begin as Director of Development on January 1, 2004. Marilyn reported that Cecilia believes that fundraising should be theologically grounded and that the capital campaign should be a spiritual experience for the congregation. Marilyn was very enthusiastic about the new appointment.

### **Meeting for Congregants of Large Churches**

The East Shore Unitarian Church in Bellevue, Washington, is sponsoring a meeting for ministers and Board leaders of large churches. The meeting will begin after dinner on Friday, January 9, and end at 3:00 p.m. on Saturday, January 10. The meeting will be led by Stefan Jonasson and will cover topics such as leadership, governance, and fundraising. Leaders from the East Shore congregation, University Unitarian, and our church are invited. Home hospitality will be available for Friday night, so the cost to participants should be minimal. Marilyn encouraged all Board members to attend and four or five people indicated that they might be able to go.

### **Vision Committee Update**

Julia Spence presented an enthusiastic update on the work of the Vision Committee in the development of plans for the Eliot Center. The group has been meeting with Thomas Hacker Architects and their progress has been right on schedule. Congregational advisory meetings were held five- to six-weeks ago. The architects presented plans to the Vision Committee yesterday that included everything the committee wanted. The new building's elevator and connections to our existing structure will make most of our block physically accessible. There will only be a few rooms that will not be accessible. One of the highlights of the plan is a light-filled atrium/open stairwell that will take the place of the existing staircase with the orange handrails. The staircase will open out on either side into expandable space that will be very versatile. The new building will include three floors and a half basement. Underground parking is not part of the current plan but can be added at a later time after the building is in place. The plans retain the structural option for building a ramp down into future parking from Salmon Street. Several options are being considered regarding housing on our block. The architect will be making a few more changes to the plan before it is finalized. They will also be giving the committee a quote for a black-and-white drawing of the outside of the building so that the architects can use the watercolor drawing (included in the original bid) to depict the inside of the building. The architects will also present the committee with pricing from P&C Construction, the company previously selected.

## **Monthly Program Review**

Kate Lore, Director of Social Justice, presented a report on the Social Justice Program at First Church. She distributed two additional sheets to accompany the written report in the Board packet. One sheet described the mission, policies, goals, responsibilities, and membership of the Social Justice Council. The second sheet described the current Social Justice Action Groups. Kate described how the action groups have matured in recent years, holding their own press conferences and becoming more sophisticated in their projects, which range from charity work on an individual level to working for systemic change. The Social Justice Program at this church has become a model for other churches around the country.

New activities include a voter registration drive that will kick-off on January 4 at 12:30 p.m. with a collaborative event sponsored with other UU congregations and other MACG organizations. The Social Justice Council is also very interested in possible ways to use the Eliot Center to alleviate the needs of the community. Some ideas include establishing a day shelter for families and setting up a center to coordinate health care services and prescription coverage for people without health insurance.

Challenges for the program and for Kate as Director include keeping up with all the activity, finding a consistent source for interns, and filling key leadership positions. The Chair of the Social Justice Council had to resign recently due to illness.

Kate was asked how new action groups are formed. Someone with an idea must find five church members ready to work on the project as a task force for one year. The group reports to the Social Justice Council and after one year of activity, the council can vote to adopt the group as an action group.

## **Board Action/Decision Items**

### **Policy Work: Complaint and Inquiry Policy**

Tom Disrud presented the Grievance Procedure, which is being revised by the Executive Team to allow congregants to bring their grievances to the Board as a final step, if necessary. In order for this step to be possible, the Board's Complaint and Inquiry Process policy needs to be amended to allow the Board to act as a hearing body for grievances that involve non-policy problems as well as policy-related problems. Kathryn presented revised language for the Complaints and Inquiry Process policy. Discussion centered around whether the members of a Complaint and Inquiry Committee should be chosen at random and whether first-year Board members should be allowed to serve. The working copy of the policy was further amended to read: "This ad hoc committee will consist of the Moderator and 4 other board members chosen by the board. Before agreeing to serve on this ad hoc committee, proposed members are to ask themselves whether they can serve objectively." This change will allow the Board to choose a committee with varied experience and background. A motion was made and seconded to adopt the amended Complaint and Inquiry Process policy. The motion was passed.

## **Bylaws Working Group**

The Bylaws Working Group has been revising the Bylaws, but they need feedback on certain sections such as the section on expulsion of ministers and the section on expulsion of congregants. Kathryn would like to build a timeline of what needs to happen before the annual meeting, at which time the proposed revised Bylaws need to be voted on by the congregation. At the last Board Officers Committee meeting, Kathryn asked Pat Emmerson to provide the group's working draft as part of the Board packet.

As the discussion began, Kathryn asked how the Bylaws relate to policy governance. The Bylaws and Policies don't seem consistent with each other in some places. There are many references within the Bylaws that are out-of-date. Further discussion revealed a basic difference of opinion as to what the original charge was to the Bylaws Working Group. Some Board members felt that the Bylaws needed to be totally redone to make them conform to the policy governance system. The Bylaws Working Group thought that they were to make as few changes as possible. They also pointed out that their work is not finished yet and their working document is not ready for review, although they do need input in certain areas. Dave Patterson noted that the printout of the document makes it appear that some sections contain new language, when the section actually contains old language in a new location. Dave offered to send a copy of the original Bylaws to anyone who would like to receive one.

Marilyn suggested that the Board approach the issue by answering some basic questions:

- What should be in the Bylaws?
- Is the document consistent with our policies?
- Are we using a fear-based approach, worrying too much about upsetting people if sections are changed?

The suggestion was made to use UU guidelines for brevity, making the Bylaws more general and moving the specifics to other documents that could be changed more readily. A timeline was developed for moving forward:

- By Monday, January 5: Look over the current draft and send feedback to Dave Patterson. Send a copy of your comments to the entire Board.
- Working Group will develop revised draft.
- January 20 Board meeting: Discussion by entire Board
- February: Hold forums for congregational input and discussion
- March: Final revision; obtain legal opinion
- April 8, special Board meeting: Board approval
- End of April: Publish in Annual Report
- May, Annual Meeting: Congregation votes on Bylaws

Don Watne will send language to Peggy McComb to use in Article III, Section 3, which doesn't seem to be consistent with current policy.

## **UUA's Proposed Bylaws Change**

Discussion was deferred due to lack of time. The UUA already has 16 votes (10 in hand) to approve the change. Dave will find out when they need to receive our vote.

## **Draft *Ends* Policies & Board's Sunday Morning Role, Part 2**

Both of these issues were deferred due to lack of time.

## **Discussion and "Reporting In" Items**

Members were referred to the written reports in the packet.

## **Process Observation**

Lee reported that members offered many thoughtful questions and comments, particularly during Kate's report. During the Bylaws discussion, open and honest communication occurred. Members were civil and were not afraid to disagree.

## **Closing Words**

Don presented a Christmas reading.

The meeting closed about 9:15 p.m.