

FIRST UNITARIAN CHURCH OF PORTLAND
Meeting of the Board of Trustees
Regular Meeting, September 25, 2003

Present: Kathryn Estey (Moderator), Lee Fawcett (First Vice Moderator), Pat Emmerson (Second Vice Moderator), Don Watne (Treasurer), Teri Martin, Peggy McComb, Dave Patterson, Elsa Porter and Linda Roach

Absent: Margo Clark (Secretary), Stephen Pearce, Pierre Provost and Vic Vore

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

Staff: Jan Larson (Administrative Assistant), Katie Radditz (Adult Programs)

Minutes: Antoinette Paget

Welcome and Introductions

At 6:40 PM, Kathryn Estey convened the meeting. She introduced and welcomed Bruce Davis, Intern Minister, and Kathie Radditz, the new Director of Adult Programs.

Opening Words

Marilyn Sewell opened a time of reflection on the topic of fear. She asked those who would like to share a time when they did not let fear stop them from doing something they felt was necessary.

Meeting Administration

Linda Roach volunteered to be the process observer for the meeting.

Don Watne moved that the minutes from the August meeting be approved as amended. Elsa Porter seconded the motion and it carried.

In reviewing the agenda, Don had a proposed change to our investment policy from the finance committee to add and Tom Disrud asked to have two people approved for his Ministerial Relations Committee.

There were two consent agenda items. First, it was proposed that Bruce Davis be given approval to officiate at weddings. Second, Alan Comnes and Linda Fitzgerald were put forward to be members of Tom Disrud's Ministerial Relations Committee. Don moved that the consent agenda items be approved. Lee Fawcett seconded the motion and it passed.

Board Action Items

Prioritization of Goals for 2003-2004 Church Year

A list of ten goals was generated at the board retreat on August 23, 2003. After discussing the list and how it might be managed, the following work was outlined:

1. Complete *Ends* policies

This work is in process through the Café Conversations Group. Their next meeting is Thursday October 2. They are tabulating results and distilling information to lay out themes from which the *Ends* policies can be drafted. A small group from the committee will write the draft and it will be presented to the board at the November 20th meeting. A formal written communication explaining the purpose of the *Ends* policies will be prepared for the congregation.

2. Update bylaws for congregational vote

A committee is working on the bylaws and will present a draft to the board at the December meeting prior to its being reviewed by a lawyer. An article will be written for the January Front Steps outlining the reasons for the work.

3. Eliot Center/property development

The charge to the Eliot Center/Vision Committee and a system for monitoring the progress of the committee's work will need to be approved. This was discussed later in the meeting. The concept design will be brought to the board for approval at the January meeting. The final design will be presented for approval at the June 2004 meeting.

4. Covenant

A review of the committee work will be presented at the October meeting. At that time, the committee will be prepared to name a date to present a draft to the board.

5. Nominating Committee/nominating process

Dave Patterson, Kathryn and Lee volunteered to serve as an ad hoc committee to liaison with the nominating committee in this year of reviewing and improving our church's nominating process. The ad hoc board committee is charged with meeting regularly with the Nominating Committee regarding the nominating process and with investigating the nominating processes in other large churches.

6. Communication Plan

Linda Roach, Elsa Porter, Peggy McComb and Teri Martin will be involved in the ongoing work of this goal.

- a. Transparency of board and executive team work
- b. Clear communication pathways
- c. Fulfillment of board policy to "Provide on an on-going basis a variety of venues for exchanging information with the congregation."
III.B.2.Governance Process/Board Job Description.

7. Policy monitoring program

- a. The Finance Committee does financial policy monitoring.
- b. Conflict resolution
- c. *Ends* policy monitoring

The committee will look at overall planning and then split up to formulate programs for items b and c. Elsa, Teri, Kathryn and Dave will work with Tom to reach a mutually acceptable way of doing this work. Marilyn will be available to be a part of the process if needed.

The remaining ideas for board goals generated at the retreat were discussed and determined to be important issues, but they were not adopted as board goals:

*Fine-tuning policies is an ongoing part of the process of the work for the year, but not a goal per se.

*Stewardship efforts are not a goal of the board but a part of the culture of the board and of the church.

*Better utilization of Talents and Gifts form. This goal was delegated to the Executive Team.

Charge to the Vision Committee

Don led a discussion of two possible approaches for charging the Eliot Center/Vision Committee with the responsibility for leading the process to renovate the Salmon Street building and develop and build the new Eliot Center.

The discussion included the advisability of doing the structural work on the Salmon Street building concurrently with the Eliot Center to realize a significant cost savings not available if they were carried out separately. The interior work of modifying the chancel in the Salmon Street sanctuary could proceed now. The building could generate \$50,000 a year in rentals. There is a reluctance to advertise the building's availability before the structural work is done. There was discussion about possible damage and loss of life in case of a major earthquake to the Salmon Street Church and many of the downtown buildings. Nancy Olson planned to discuss earthquake insurance with the agent this month.

Financing could be approached for Salmon Street/Eliot Center as a package. The plan needs to be solid. Foundations will need to see a plan before they can respond. Money will also need to come from church members. It is possible for four floors of subsidized housing to be built above the Eliot Center with the entrances and elevators on 13th Street. It would be nearly paid for with grants. Money is cheap right now and a mortgage is also a possible source of financing.

Vic Vore and Don are on the Vision Committee and it was agreed that routine reports need to be made to the board. It was suggested that the minutes from the Vision Committee's meetings be included in the board packet each month. As our charge to them will make clear, they are a committee of the board. The board and the committee will speak with one voice as decisions are made.

Don will work on the wording of the charge, keeping in mind the comments made about the draft during the meeting. He will email updated draft approaches to the board.

Proposed Financial Monitoring Policies

This paper was presented by Don for board review and was page 22 of the packet (see attached). There was a discussion of processes that could be used by congregants to submit budget concerns and requests. Don moved that the proposal be adopted as worded. Peggy seconded the motion and it was approved.

Proposed Addition to Asset Protection Policies

Don presented the addition that reads “2. Shall not fail to cooperate with and provide reasonable assistance to the church’s external financial auditors.” Linda moved that the addition be approved. Peggy seconded the motion. Dave questioned the wording of the sentence that includes “Shall not fail to cooperate”. He asked if it could say, “Shall cooperate”? All of the policies are worded this way and it is consistent with the Carver format. Later, the board may want to look at this language again. Don called for the question and the motion passed.

Proposed addition to the Board Job Description Policies

Lee presented the proposed addition that reads, “6. Receive and act on recommendations of the Personnel Committee (that come by way of the Ministerial Relations Committees) regarding ministerial compensation packages”. Linda moved that the proposed addition be approved. Teri seconded the motion and it passed.

Proposed Bid Limit Amount Policy

This proposal is listed under the Appendix, Executive Team Dollar Limits and other Guidelines and reads “BID LIMIT (I.H.2.) \$10,000 (Fiscal Year 2003-2004)”. After discussion, Lee moved that the proposal be approved. Peggy seconded the motion and it passed.

Proposed Revision of Investment Policies

Don passed out a memo from the Finance Committee on the subject of a revision to the Investment Policies. The revision listed under Investment Guidelines reads as follows:

“Investments in stocks and bonds of individual companies and government organizations will be avoided whenever possible:

- Securities received from congregants will be sold as soon as possible
- Investments will be in mutual funds that satisfy the criteria specified in these policies”

The proposed revision deleted a section that read as follows:

~~“Annual Investment Plan~~

~~The Executive Team will submit to the Finance Committee an Annual Investment Plan for the church’s operating and other funds, which will~~

~~be updated quarterly. The Investment plan will include:~~

- ~~☐—Anticipated economic scenario~~
- ~~☐—Asset allocation of the church's funds among cash, money market accounts, fixed income and equity securities~~
- ~~☐—Targeted annual total return as a range of percentages~~
- ~~☐—Targeted income stream, within the total return, as a range of percentages~~
- ~~☐—Assessment of the safety and liquidity of principal”.~~

Don moved that the proposed changes be accepted. Peggy seconded the motion and it was approved.

Discussion Item

Committee of Concerned UU Choir Members

Kathryn shared a history of the concerns of this committee and the actions that have been taken in connection with those concerns. All board members received information from the committee this summer. As specified in the board's Inquiry and Complaint Process, the Board Officers Committee took on the hearing of this inquiry/complaint. The Board Officers Committee decided against writing the additional, narrower policies requested by the Concerned Choir Committee. They concluded that the Concerned Choir Committee's concerns were covered in the existing policies, in the Personnel Handbook, in the new Member Handbook, and in the Board's Complaint and Inquiry Process. These need a chance to be used to see if they will cover the needs of congregants before narrower goals are written. The members of the committee were thanked for their presentation.

A question/comment period followed and included some of the following:

- There is a procedure for handling complaints, but not conflicts.
- The board needs to explain the policy making process more clearly to the congregants.
- The board members should have been better informed during this process.
- A way to talk about conflict is the missing skill in the process. The policies need to be revisited to include a method for reaching respectful dialogue to avoid needing to go to the formal grievance process, when possible.
- It is important openly to recognize conflict.
- What is democracy? This question can be part of the covenant discussion.
- Teri added the question to the agenda for future Café Conversations.
- The term democracy may be used when there is a feeling of lost autonomy.
- Staff members are leading the committees. It was suggested Charters for committees be developed to include the roles and responsibilities of the staff and committee members.
- The music program includes the number of people in a mid to large sized church.
- Tom needs to know from the board when to inform them about concerns.

Process Observation

Linda gave the process observation. She said that the board had done a good job of working through conflict. Kathryn had done well in summarizing discussion but had not

always been successful in reining in the group to move on. She suggested that time limits were needed for topics because many of the Discussion and “Reporting In” items were not included because of time constraints

Closing Words

Peggy read a selection from Adrienne Rich for closing words.

The meeting closed at 9:40 p.m.