

First Unitarian Church of Portland
Board of Trustees Meeting - April 2, 2020 - Agenda
Board Meeting - 7 - 9pm - Zoom call – link

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First Unitarian Board is inviting you to a scheduled Zoom meeting.

Topic: First Unitarian Board Meeting

Time: Apr 2, 2020 07:00 PM Pacific Time (US and Canada)

Join Zoom Meeting

<https://zoom.us/j/651361595>

Meeting ID: 651 361 595

Or join by telephone by dialing any of these numbers:

253 215 8782

346 248 7799

669 900 6833

Meeting ID: 651 361 595

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Board Meeting

6:30 Deepening/Check-in

7:00 **Convene**

Opening Words - Alan

Determine Quorum

Process Observer Review

Review Agenda

Review & Approve previous meeting's minutes

7:10 Congregant Comment Period

Board Roles:

Process Observer: ?

Timekeeper: Andy P

Words: Alan

Updates

7:20 ET Update

NOTE: Committee Updates - reports attached.

NOTE: Dates to calendar -

April 5 - Real Estate Development Tutorial, 1pm, board

April 19 - Board Forum - May give to SC

May 3 - Budget/Fin Forum between services

May 3 - Bill's last Q&A for year

May 31 - Annual State of Church during services

Consent Agenda

8:00 Approve the Board Governance Philosophy document to be given to the SC.
(Sent previously)

Approve the budget and send to the congregation for annual ballot. Includes board approval of reduction in salary of both ministers (a %of increase in 2018), use of maintenance reserve funds, Search Committee budget drawn from Staff Transition Reserve.

Affirm slate of new Board members and Nom Comm members for the ballot. (See below)

Action Item -

8:05 How can the BLT engage with the board and senior minister transition? Including exercise to report back on how you have followed up on your feedback regarding the IDI.

Meeting Wrap-up

8:50 Communications Check and Process Observations

Closing Words - Brad

9:00 Adjourn

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**Our Mission:**

The mission of First Unitarian Portland is to create a welcoming community of diverse individuals; to promote love, reason and freedom in religion; to foster lifelong spiritual growth; and to act for social justice.

**Our Vision:**

First Unitarian Portland is a beacon of hope for us and for our community, a spiritual center in the heart of our city that helps each of us to find our moral compass, calling and challenging us to build the beloved community with an ever deepening sense of spirit, diversity and inclusion.

### **Goals for First Unitarian Church**

Five Year Church Goals are created in collaboration with the congregation and Executive Team and adopted by the Board. They reflect the mission and vision of our church. Church goals are primarily carried out by the Executive Team and staff, collaborating with the Board.

Board 1-3 Year Goals are created by the Board and Executive Team at our yearly Retreat. Board goals may draw from the 5 Year Church goals, yet reflect work within the purview of the Board.

### **First Unitarian Church Five Year Goals**

At the Board meeting on May 6, 2016, the Board adopted five year goals for the church. From 2016-2021, First Unitarian Church of Portland will:

- Focus on collaborative governance, revising policies for clarity and brevity and creating linkages between the Congregation, the Board, and the Executive Team.
- Increase church funding through enhanced giving, including goal to reduce or retire the Buchan Building mortgage.
- Make a cultural transition from program-focused church to mission-driven church, with priority to building beloved community between generations.
- Develop a long-term plan for development and sustainability of church campus given changing dynamics of West End and downtown Portland.

### **Board Goals for 2019/20**

Recognize that adopted goals are 1-3 year goals. (Going forward, add a new goal when an old one is retired.)

1. Continued to work on issues of Power, Privilege and White Supremacy Culture by
  - a. Educating ourselves on the issues.
  - b. Examining the ways in which Power, Privilege and White Supremacy Culture affect our Church, including our Board work.
  - c. Taking steps to improve our practices.
2. Support Executive Team to have an Annual Fund Drive and other income streams that meet the church's budgeted expenses by the 2020-2021 church year
3. Governance committee to review and possibly recommend changes to the bylaws as they relate to size of Board, and definition of pledging member in by-laws and policies.

4. Ensure that current possibilities for development on the current campus receive thoughtful consideration and appropriate Board review.

5. Continue a Senior Minister Transition Team to educate the Board, create a timeline, and a congregation education plan.

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Board of Trustees slate for the 2020-2023 term is:

- Caitlynn Hill
- Adam House
- Marilyn Mays
- Alan Comnes (returning for a second term)

The Nominating Committee slate for the 2020-2023 term is:

- Amy Norcom (returning for a second term)
- Steven Storla (returning for a second term)
- Julie Grice (first full term)

First Unitarian Church Portland Oregon
Board of Trustees Meeting – FINAL-Corrected
March 5, 2020

Board Members present: Mindy Clark, Alan Comnes, Cindy Cumfer, Ryan Deibert, Theo Harper, Kathy Ludlow, Andy Parker, Randy Russell, Brad Taylor, Andy Wilson, Leila Wrathall

Absent: Barbara Morrison

Ministers and staff present: Rev. Bill Sinkford, Rev. Tom Disrud, Kathryn Estey

Members of the Ministerial Search Committee (SC) present: Jess Parker, Leslie Pohl-Kosbau, Mark Woodlief, Saranna Weller-Filz, Sarah Hardin, Darin Stewart, Kristin Guest

Timekeeper: Ryan Deibert

Assistant note taker: Dotti Chidester

Process Observer: Theo Harper

Congregants present: Dev Dion, Foundation Board

The board meeting convened at 7:15 PM.

Opening words: Brad read a quote by Rumi.

Kathy determined there was a quorum.

Process observer review: Brad recapped what was shared in the review last meeting

Review agenda:

Agenda was reviewed. Approval of the charge to the Search Committee was added to the consent agenda.

Review and Approve previous meeting's minutes:

Ryan Deibert moved, and Leila Wrathall seconded a motion to approve the minutes. The motion carried with a unanimous vote.

Congregant Comment:

None.

Dates to calendar

- March 8 – introduce SC members to congregation
- April 19 – Board Forum
- May 3 – Fin Comm congregational budget meeting, Bill's last Q&A for the year
- March 17 – ET will present draft budget at a special board only Fin Comm
- May 31 – Annual state of church during service

ET updates

- Corona virus
 - Bill reviewed what the church is doing and shared the notice that went out in the Front Steps today.

- He emphasized that it is important to be vigilant against hate/prejudice toward members of the Asian American community and/or immigrants during this time.
- Budget
 - The first draft is done and is out of balance by \$300K, which is higher than we have had in past draft budgets.
 - The reasons for the increased deficit include:
 - AFD came in at 2% increase rather than the budgeted 10% increase.
 - Increased costs of the new union contract.
 - We will have an intern minister next year who will receive a stipend.
 - \$20K has been budgeted for costs associated with the Senior Minister search.
 - ET had hoped we could move away from using reserves this year, but we won't be able to do that. They will reduce the amount of reserves used by 30%.
 - ET will present a budget using no reserves to a special, board only Fin Comm meeting (3/17).
 - ET is drafting a plan to wean us off reserves in three years.
 - A question was asked about how the new minister would be affected by the three-year plan.
 - It will look good to potential candidates that the church is fiscally responsible.
 - The new minister will have the right to review the plan.
 - A question was asked about whether the salary for the new minister was factored into the plan. Yes, it has been.
 - The budget will assume a 2% growth in income going forward.
- Block Development
 - The walk through is done.
 - The task force will be meeting with the fundraising consultant next week.
 - There will be an additional meeting to give the board information it needs to be able to consider the options (3/29 or 4/5).
- Kathryn reported on the missing offering on 2/16
 - Protocol for securing the offering was followed – two ushers and one staff put the offering in the slot on the safe.
 - The door on the safe wasn't latched from the previous time it had been opened. It is possible to slam the door and the latch still won't catch. New protocol includes all three people (ushers, staff) checking the door to be sure it is latched.
 - Only Bill and Zaida Cooper will have the new combination.
 - A camera has been installed in the closet where the safe sits.
 - We have received special donations to cover the lost offering, including \$1K from The Alliance.
- Buchan water damage
 - Much less damage than last time. Damage confined to the second and third floors.
 - We don't yet know why the head failed. The contractor is going to test all the heads to see if more are faulty.
 - Temperature can also cause the sprinklers to go on. That is being looked at.
 - A question was asked: Have we been in touch with Church Mutual?
 - Yes. The relationship seems to be okay. They have sent one check.
 - We will need to reimburse NW Academy for loss of the use of space once they have moved back into their usual classrooms.

- Tom reported on programs:
 - An affinity group for people of color, BIPOC (Black, Indigenous, and other People of Color) has been created. They will be meeting next week.
 - Staff and a board member have met with congregants who use wheelchairs to understand how we can improve accessibility for them. They made several concrete suggestions and talked more broadly about a culture of welcoming. It was a good discussion.
 - This year's Sewell Lecture (5/9) will be a musical presentation, the Ruby Bridges Suite, composed by Portlander Darrell Grant and directed by DeReau Farrar.
 - We will be shifting to one service on May 31 this year, two weeks earlier than we have shifted to the summer schedule in the past. The following Sunday will be the bridging ceremony for middle schoolers moving up to YRUU.
 - A service Sunday is in the planning.
 - There will be no summer minister. Bill and Tom will carry much of the preaching load.

Committee Reports are included in the board packet and included here by reference.

Consent Agenda:

- Approve – Policy updates submitted by Gov Comm.
- Accept – Bylaw changes submitted by Gov Comm for inclusion on the annual ballot.
- Approve – Charge to the Senior Minister Search Committee. A copy is attached to the minutes.

Randy Russell moved and Alan Comnes seconded a motion to approve the consent agenda. The motion passed with a unanimous vote.

Action Items:

- Dev Dion, President of the Foundation Board, made a presentation about Foundation Month and the Burn the Mortgage campaign.
 - There will be an outreach to the congregation to include First Unitarian in their estate planning.
 - Board members were encouraged to include First Unitarian in their estate plans. Several ways to do this were highlighted. Intention forms were distributed.
 - The Foundation Board will be in Margaret Fuller Hall on Sunday mornings all month answering questions and encouraging participation.
 - Val Lyons and Cindy Cumfer will give testimony on including the Foundation in their estate plans.
 - The Burn the Mortgage campaign is going very well. We had \$1.8 million in pledges made and we have collected \$1.67 million to date. The Foundation planned for 4% shrinkage on the pledges, but it appears not all of that will be needed. Randy thanked the Foundation for getting this kickstarted.

Closed Session

- Bill Sinkford left the meeting at 8:00.
- The board met with the SC, gave them the charge and answered questions.

Communication Check:

- The moderator letter needs to be written. Please send suggestions on what to include to Randy Russell.

Process Observations:

- There was a good conversation with the SC. The board and SC shared the conversation space effectively.
- There was engagement from the board during the ET update to get clarification and answer questions.
- The board has not always been on the same page with the search process and differences were well tolerated.

Closing Words: Brad read a quote by Maya Angelou.

Meeting adjourned at 8:50 pm.

Minutes respectfully submitted: Mindy Clark, board secretary

Governance Committee Meeting – March 11, 2020, 7-8:30 pm
Meeting Notes

Attending: Cindy Cumfer, Ryan Deibert, Mindy Clark

Absent: Andy Parker, Kathy Ludlow

Minutes by Cindy Cumfer

Opening Words: Mindy

Next Meeting's Words: Cindy

Minutes from the February meeting were approved.

TO DO:

Cindy will follow up with the ET about dates to meet with them in connection with our Assessment of the Ministry of the church in June.

Mindy will ask Tom/Bill about using the church's Zoom for our GC meetings.

Kathy: info in Moderator letter about Restated Articles/bylaws changes up for a membership vote? And help from Comm Comm?

Mindy, Ryan and Andy will prepare the Board Self-Evaluation (below)

Cindy and Ryan will begin prep for the Assessment of Ministry (below).

DECISIONS:

1. *Safe Church Policy*. GC decided to postpone discussion of the safe church policy until next church year, as this year is too busy with the transition and the virus concerns. We or the BOC will need to decide then whether that is an ET or Board matter and, if it is a Board matter, what if any changes to recommend.

2. *Articles/Bylaws Changes* (added to agenda). Kathy got the Articles, bylaws and Board policy changes on the March agenda, where all passed. GC cheered! GC agreed that there needs to be communication with the members about the Articles/bylaws changes that will be presented to them for their vote. The Committee recommends that Kathy include information about this in her Moderator letter and that the Communications Committee consider how it might help with this.

3. *Board Governance Philosophy*. Cindy explained that she drafted and distributed a summary of the Board Governance Philosophy for two reasons: (1) She wants it to be used to train new Board members. It's her experience that deeply-rooted cultural traits like notions about power

and perfectionism tend to resurface as new Board members replace retiring members if they are not frequently called to attention, because new people bring their unaware cultural conditioning with them. She believes naming cultural conditioning and how it might impinge on Board work will allow the Board to make more informed and aware choices. (2) She wants to distribute this to the Search Committee so that the SC can better understand our philosophy of governance and, if they choose, pass this on to ministerial candidates. Bill has commented that one of our strengths is the way that we interpret policy-based governance, and potential ministers may be interested in seeing some of the groundwork for why this is. GC approved the document.

4. *Board Self-Evaluation*. Mindy and possibly Andy will oversee this, using last year's Evaluation as a template. Ryan will do data analysis and provide other assistance. Some issues we discussed:

1. The Goals need to be updated to reflect new goals.
2. Having the Moderator sit on all committees is a great deal of work for the Moderator. Should we remove this as a requirement or expectation and allow the Moderator to decide when they want/need to attend Committee meetings?

Ryan agreed to prepare a draft of the Self-Evaluation for review by early next week, so that Board members can respond by March 18-20. Ryan will gather the data and bring it to our April GC meeting for analysis. GC can then lead the part of the May Board meeting on the Board Self-Evaluation.

5. *Assessment of the Ministry*: In addition to what we called out last month, we talked about:

- Ryan will look at last year's survey to see if it contributes anything to this assessment.
- We discussed the possibility of getting info from the Search Committee. It's unclear whether their congregational survey will be completed in time and appropriate to share.

DECISION: Cindy will give the Search Committee last year's Assessment of Ministry and congregational survey without comments. Cindy will contact the Search Committee to find out when they plan to do the congregational survey and, if timely and appropriate, whether this will produce info we can use in the Assessment.

- We would like to update the Assessment of Ministry without a new congregational survey. We are cognizant that the ET is buried now in the virus crisis and want to make this as unburdensome as possible.

DECISION: Cindy will check with Bill about using any of the confidential information he provided to the Board on comparative data from other large congregations.

DECISION: Cindy is awaiting a response from Kathryn Estey about meeting with the ET to get updated info for the Assessment similar to what we used in the Assessment last year. She will also ask about staff morale and the ET's sense of the "spirit" of the church.

DECISION: Ryan suggested that the Assessment and Board can consider what are the markers of success in the church's resilience in the face of the norovirus crisis. This crisis shows how uncertainty is a significant aspect of our daily life. As part of the assessment, the Committee could consider the role of the church community (including program heads, lay ministers, etc.) in supporting the congregation through the crisis. We agreed to flag this as a question for the ET.

6. Work Schedule Reminder: The Committee created the following schedule for the remainder of its work this year:

April GC meeting: Summarize results of Board self-eval for May Board meeting
 Construct assessment of ministry

April 19 is the date of the congregational forum. We should talk with Comm Comm about whether some of the forum can/will be devoted to input on ministerial assessment or other Gov Comm matters.

May Board meeting: conduct part of Board meeting on Board Self-Evaluation

May GC meeting: finalize committee draft of assessment of ministry

June Board meeting: Board discussion on Assessment of Ministry

June GC meeting: incorporate Board input and finalize assessment.

Closing words: Mindy

**First Unitarian Church Portland - Board of Trustees
Communication Committee Minutes
March 10, 2020 7 - 8:30 pm**

Attending: Barbara Morrison, Theo Harper, Brad Taylor, Mindy Clark, Randy Russell

Absent: Alan Connes, Kathy Ludlow

Light chalice -

Reading - Randy

Approved Minutes from February as written

Discussion of Contents for March Moderator Letter

- Search Committee Update
- Covid 19 Update
- Block redevelopment task force
- Words of comfort and support

Website tasks

- Randy to coordinate with Nom Com and Ministerial Search Committee (MSC) on information on board web pages

Other Discussions

- Offer date of next board forum to the MSC
- Paper “Bible” of board documents - Brad discussed the importance of paper copies of board documents to be stored in archives. He described an example of what he was proposing.

Closing Words - Randy

Adjourn

**First Unitarian Church
Finance Committee Minutes
Special Budget Meeting: March 17, 2020**

Attending via Zoom:

Committee Members: Leila Wrathall, Kathy Ludlow, Andy Wilson

Non-Voting Board Members: Alan Comnes, Randy Russell, Mindy Clark, Barbara Morrison, Theo Harper, Andy Parker

Ministers and Staff: Kathryn Estey, Rev. Sinkford, Rev. Disrud

ET reviewed the budget and assumptions that went into it. There was discussion that this was pre-Covid-19 and could be resulting, but not currently predictable revenue shifts. There is a provision in the Governing Policies for ET to provide monthly financial reports to the Board and for adjusting the budget if needed.

M/SC to recommend proposed FY 2020-21 Budget to the Board of Trustees for approval.

**First Unitarian Church
Finance Committee Minutes
March 24, 2020**

Attending via Zoom:

Committee Members: Leila Wrathall, Kathy Ludlow, Andy Wilson

Non-Voting Board Members, Committee Members and Congregants: Mindy Clark, Ed McClaran, Stan Jewett, Jo Ann Foor, Josh Soske

Staff: Kathryn Estey, Zaida Cooper

Call to Order: 5:00 pm

Reading: Ed provided a reading.

Date and Time for Next Regular Meeting: April 28, 2020; 5:00 – 6:30 PM

Finance & Budget Quarterly Forums: May 3, 2020, 10:30 – 11:10 am

Announcements and Reports:

Leila reviewed Agenda. Leila forgot to send out minutes so approval of February minutes will be delayed until April meeting.

Kathryn and Zaida reported that 638 people watched the church service on March 22 via Boxcart, 41 via Facebook and 81 on YouTube. Collections have been high the last 2 Sundays,

about \$2900 on 3/15 and about \$3900 on 3/22, although the designation of monies going to the church's Emergency Fund may have been part of the reason. On a typical Sunday they only receive about \$75 through e-payments.

Note: Financial report not ready because Zaida was on vacation and Tonya, the church's outside accountant, had a death in her family.

Review Proposed FY 2020-21 Budget:

Kathryn reviewed the proposed budget (attached). This was constructed pre-Covid-19. As per prior discussions and Board goal to eliminate use of reserves, plan is to reduce use of reserves by 1/3 over the next 3 years. This budget uses 1/3 less reserves than last year. Per best acceptable accounting practices, the reserves are now on the last page of the budget, below the line. Key points:

- Payroll reserve, typically put into budget each year to use for to be determined pay increases for union staff, COLAs and other salary increases during the course of the year, has been reduced from typical \$50,000 line item to \$10,000. Because union contract is for three years, easier to predict pay increases.
- Increase in Music program income. DeReau Farrar plans to add a Music and Worship service during the summer.
- Program leaders (DeReau, Dana Buhl, Cassandra Scheffman) were actively involved in discussions around budget. Decision to spread need for pay decreases over programs, rather than focus on one area in particular. Program leaders think budget reductions were done fairly per Katheryn.
 - Last year Board gave Rev. Sinkford and Disrud pay increases for first time in a while. They will roll those back by 1/3rd. Kathryn is taking a salary cut. COLAs given Program leaders this year are being rolled back.
 - A recently vacated sexton position will be cut and the hours will not be given to others.
 - Shifting around some administrative/program work.
 - Some reduction in keyboard hours, probably will not have organ and piano simultaneously at services in future.
- Added \$20,000 for Ministerial Search Committee work. This is same amount as was allocated the last time.
- Will use some funds from Chesney/Deale fund to pay intern minister next year.
- Repair/reserve budget is \$15,000. They will try not to overspend this, but if more is needed will take from Maintenance Reserve fund. This year spent all of the money in this budget item, did some needed roof repair work.

- Bank fees – change in banks has reduced fees some, but using PayPal and other services for e-donations increases fees charged to church. Difficult at this point to predict costs of fees with Covid-19.

Updates – Kathryn

General financial situation: Rev. Sinkford (see analysis below) has guaranteed staff full pay through end of April, will have to relook at this later. Will not know March receipts until about 3rd week of April. Zaida reported that so far only 2 pledgers have notified her that they will not be able to made pledge commitment. Church is continuing to receive pledge payments. More than ample reserves to cover even 50% drop in pledge payments. Over 50% of pledges are paid by auto payment.

Auction: The auction has been postponed until August (see Auction Notes from Evie Zaic and Sharon Dawson below). Rationale is that people start reconnecting with the church towards end of August. Donations will be accepted in May online. Most of the work on the block development project, which will be funded by auction, has already been done. Bills will be paid from reserves until auction funds are received.

Current Focus of Church: Current focus is on outreach to the church community and staying connected.

Kathy agreed to do open and closing reading next meeting.

Ed read closing words.

Meeting adjourned about 5:58 pm.

EXCERPT From: Bill Sinkford

Sent: Tuesday, March 24, 2020 9:57 AM

To: Kathryn Estey <KEstey@firstunitarianportland.org>

Cc: Tom Disrud <tdisrud@firstunitarianportland.org>

Subject: Financial thoughts

We need to inform the Finance Cmte ... of the decision to continue staff salaries at current levels through April, including our hourly employees.

We do not know that our pledge receipts will be lower than budgeted in March and April. We will not even have March receipts, I believe, until the 3rd week of April. There is some information from other large churches that pledge payments are reducing, though the data is spotty and inconsistent at best.

... We have more than ample reserves to cover even a 50% reduction in pledge income. At this point about half of our pledges are auto withdrawal. With many other faithful pledgers it is hard to imagine a pledge shortfall of more than 25% in the first months of this crisis. I believe it is likely that we will do better than that.

We will also be letting staff know that, beyond April, we can make no guarantees at this time.

Analysis drawn from the 2020 Budget:

Av. Monthly Pledge Income \$116K/mo

50% Reduction. \$58K/mo

Two Months Reduction. \$116K

25% Reduction. \$29K

Two Months Reduction. \$58K

Current Safety Reserve. \$140K

This would also be an entirely appropriate use of Operating Contingency Funds (Annual Operating Reserve), in my judgment, which would virtually cover the 25% scenario.

Notes on Auction status from Evie Zaic and Sharon Dawson:

Auction 2020 Update: Where are those green feathers?

This year's Auction theme is "Creating Community: Planning for the Future?" None of us included a corona virus in those plans. So this year we are rescheduling the auction to the middle of August, with events starting after September 10th.

Here are our new plans:

We are accepting online donations until June 1 for events planned after Sept. 10. If you want a paper copy or to offer your last year donation you could also contact Evie at eviezaic@comcast.net or Sharon sharondawson14@gmail.com, to send you a form or to help use last years info.

Auction dates are Sundays, August 16 and August 23 in Margret Fuller Hall after the 10:15 service.

Sponsorships are important and available. Please contact Ron Yoder at RON-MARTI@msn.com.

The Alliance will be offering those yummy pies. Contact Kathleen Vinson at kathleenvinson@gmail.com.

This is a great time of uncertainty. We appreciate your flexibility and support for the auction, our church and its mission. Community will always be a continuing need and more so even this year. Over the last 7 years we have raised over \$350,000 for the church. Let's continue that support.

This year's auction money will be used to fund a preliminary assessment of the state of our Church buildings, including what it would take to make our Sanctuary earthquake-safe, as well as a larger exploration of future possibilities for the use of our Church campus. The results of this assessment will help determine what updates could serve the larger community, like possibly low-income housing, and allow the Church to make the most informed decision possible about future development.