

**First Unitarian Church of Oakland**  
**Minutes of the Board of Trustees Meeting**  
**February 23, 2016**

*Present:*

*Board Members:* B Avalon, Pastor Jacqueline Duhart, Laurel Egenberger, Micheas Herman, Claudia Morgan, Kenji Oshima, Lisa Rosene, Emily Stoper, Chris Sutherland, Rev. Abbey Tennis, Kris Wedding Crowell (Chair)

*Absent:* Dan Goss

*Ministers:* Pastor Jacqueline Duhart, Rev. Abbey Tennis

*Visitors:* Dick Bailey, Maria Bielass, Bill Blakely, Bob Crowe, Claire Eustace, Donna Fujioka, Hester Green, Alex Haider-Winnett, Tom Haw, Rick Hecht, Linda Hodges, Judith Hunt, Therese Jimenez, Anne Lown, Karen McClelland, Joan Poulter, Dennis Rowcliffe, Amanda Smith

The meeting was called to order at 7:15 p.m.

Consent Agenda:

Laurel Egenberger requested that the item Approval of Members of the Nominating Committee be removed from the consent agenda and discussed at the end of the meeting; the chair agreed. Claudia Morgan moved and Emily Stoper seconded a motion to approve the remainder of the consent agenda, consisting of Approval of the Minutes of the January 2016 Meeting and Approval of the Agenda, as revised. Passed unanimously.

Message from the President:

Kris announced that since the last meeting she had become president of the Board (after Claudia resigned that office) and that Rev. Abbey had informed the congregation that she will leave her ministry at the end of her contract.

Ground Rules for the Board: The Board agreed to the following set of ground rules for our meetings, proposed by Lisa. They will be inserted at the bottom of future agendas.

1. Phones on silent
2. One person speaks at a time
3. Begin and end on time
4. Keep to the agenda

5. If an item goes over the allotted time, the group must decide to (a) continue discussion and cut another item or (b) table further discussion of the over-time item.

#### Next Steps and Meetings with Congregation:

Pastor Jacqueline stated that the congregation needs a clear model of governance based on its concept of what ministry is and what it can do. Someone must serve as the lead minister. The congregation should intentionally choose its model – consistent with what we can afford. We cannot afford two full-time ministers. She presented these four options for a ministerial model for the next few years, beginning after the end of Rev. Abbey's contract:

Option 1: Rev. Jacqueline becomes our full-time parish minister, possibly with Rev. Sheri Prud'homme as her part-time assistant minister, possibly with someone else serving as Faith in Action minister. If she becomes assistant minister, Rev. Sheri may or may not continue as director of the educational program for children and youth. Rev. Jacqueline fills this role for either one, two or three years. (She plans to retire in about three years.) She performs some of the jobs of an interim or developmental minister, if that is desired by the congregation. The congregation may also have an intern minister.

Option 2: Rev. Jacqueline leaves and the congregation hires an interim or developmental minister.

Option 3: Rev. Jacqueline leaves and the congregation hires a full-time contract minister.

Option 4: Rev. Jacqueline leaves and the congregation gets along without a minister for at least a year.

Rev. Abbey then laid out a schedule for a series of congregational meetings, so that the choice of a ministry model is made by the congregation with full information and ample time for deliberation. The dates she proposed are: Sunday, March 6; Tuesday, March 8, in the evening; Sunday, March 13, at the annual meeting; Sunday, March 20; and either April 3 or April 10, when the congregation will vote to choose one of the models of ministry. That would be in time for the first round of searches for interim ministers, assuming that preparations have been made during the period of deliberation. In addition to the meetings, there should be a table in Wendte Hall during each coffee hour with handouts presenting the options and with someone present to receive and discuss congregational input.

Claudia asked a question about Option 1: Would we not be in the same position at the end of Rev. Jacqueline's ministry as we are now, that is, it would be awkward for any new minister

to share a job with Rev. Sheri, a long-term beloved member of the congregation. Rev. Jacqueline assured her that Sheri, who is not our called minister, was not interested in staying on as a minister after this period.

She also shared her view that our major ministerial functions (worship, pastoral care, children and families, justice, administration) are allocated now in a very atypical way, which complicates any ministerial search.

Approval of Charter of Committee to Monitor Endowment Funds:

Chris presented a document containing a history and description of the church's five endowment funds, an explanation of how endowments work, and two recommended motions.

Emily moved and Claudia seconded **Recommended Motion #1:**

That the Board of Trustees establish the following purposes for and permissible uses of the following congregational endowment funds belonging to the First Unitarian Church of Oakland, to which additional gifts may be added:

*First Unitarian Oakland Memorial Endowment Fund* exists to provide general operating support to First Unitarian Church. General operating support is defined broadly as routine, ongoing or normal expenses in the Church's annual budget, including but not limited to salary and benefits, administrative expenses, facility maintenance and repairs, utilities, taxes and insurance, program expenditures, dues and fees, building mortgage, fundraising expenses and accumulation of reserves.

*The Aurelia Henry Reinhardt Endowment for Justice* exists to provide revenue to support the justice ministries of First Unitarian Church of Oakland. Permissible uses include salary and benefit specifically restricted to justice work; program expenses specifically restricted to justice work; any special events specifically related to justice work; and materials or other expenses related to justice work including transportation, food, rentals, printing or other expenses necessary to carry out the church's justice work.

*The Wendte Endowment* exists to provide revenue for the maintenance of and improvements to First Unitarian Church's historic building. Permissible uses of the fund are restricted to those that specifically pertain to the building itself and any building needs. Uses may include repairs or maintenance of any kind, replacement of

any furnishings or finishes, acquisition of any new furnishings or finishes, expansion or modification of the facility or any other capital use.

The motion passed unanimously.

Claudia moved and Laurel seconded **Recommended Motion #2:**

That the Board of Trustees establish an Endowment Committee for the purpose of providing oversight to and growing First Unitarian Church's endowed assets. The Endowment Committee's charge is as follows:

- Remain abreast of the status of all of the church's endowed funds;
- Request from the Executive Team and review an annual report of income contributed to endowed funds and allocations made from them, to ensure uses are consistent with the purpose articulated for each fund;
- Develop materials explaining endowment, the purpose of each fund to which additional contributions may be made, and generally promote endowment giving among members of the congregation; and,
- Prepare an annual summary of the status of endowed assets, first to be presented to the Board and then to the congregation each year at the annual meeting.

Chris explained that the committee will not have bylaws, as these are written only for incorporated entities.

Emily moved and B seconded an amendment to add the words "The committee will have three members, serving one-year terms, to be appointed by the Board." Passed unanimously.

Chris moved and Lisa seconded an amendment to add the words "A representative of the committee will attend Finance Team meetings as requested by the Board or the Finance Team." Passed with seven votes in favor, none opposed and one abstention.

Both amendments are to be inserted before the words "The endowment's charge is as follows."

The main motion passed unanimously.

<The following day, Tom Haw, Laila Ibrahim and Joan Poulter were appointed to the committee by unanimous email vote of the Board.>

Approval of Membership of Nominating Committee for Board Members:

After some discussion, Laurel moved and B seconded that Michael Fitzhugh is eligible to run for the Board of Trustees, even though his wife Nicole is an employee of the church. This passed with 5 votes for, 1 against and 2 abstentions. It was noted that the Board needs to strengthen its policy about potential conflicts of interest.

Claudia moved and Emily seconded approval of Joyce Cutler, Michael Fitzhugh, Tom Haw and Corless Smith as members of the nominating committee, with the understanding that Michael will decline the appointment if he wishes instead to run for the Board. This passed unanimously.

During the meeting, there was a multicultural exercise, two process monitor reports, a break and opening and closing readings.

Respectfully submitted,  
Emily Stoper  
Secretary of the Board