

**First Unitarian Church of Oakland
Board of Trustees Meeting Minutes**

January 26, 2021, 6:45-9:15 pm, Zoom

Our Mission

We, the members of the First Unitarian Church of Oakland, unite to build a beloved community within and beyond our walls. Guided by individual conscience and wisdom from many sources, we gather in worship and service to nourish the spirit, work for justice, and celebrate the divine in all.
– Adopted by the congregation on March 18, 2019

Present: Rinda Bartley, Hester Green, Meri Lane, Rev. Theresa Soto, Steve Thomasberger, Dan Wright, Kathy Radez, Debby Kaplan, Emily Stoper Absent: Guests: Noemi de Guzman, Claudia Morgan, Bill Blakeley, Bev Smrha	
Timekeeper: Steve Process Monitor: Alex Haider-Winnett	Readings: Debby Communication Facilitator: Hester RACI chart: Kathy

Time	Duration	Item	Name
6:45	15 min	Open Comment Period All members and friends welcome. 3 minutes per speaker.	<i>Hester, Steve</i>
Bill: when we are meeting in person again, it would be nice to have some sort of celebration. What will that look like?			
7:00	5 min	Chalice Lighting and Opening Reading	<i>Debby</i>
<i>Note: Board's six Priorities: Items should be put on the board agenda and time allotted only if they need Board attention this month, as determined by the "Champion". If not, time will be ceded to other priorities, and information can be shared with the Board via a report to the Consent Agenda. Champions should request agenda time by the third Friday of the month by informing the Steering Team of the topic/s to be discussed or decisions to be made. Order of items will</i>			

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be rotated periodically.

<p>2019-20 goals/priorities included:</p> <ul style="list-style-type: none"> - #1 Financial Clarity and Health - #2 Ministerial Transition - #3 JTW Assessment - #4 Stewardship - #5 Policy Governance Transition - #6 Strategic Planning 	<p>2020-21 goals/priorities include:</p> <ul style="list-style-type: none"> - Financial clarity and health - Hester - Rev. Soto installation - Debby - Stewardship - Rinda and Dan for now - COSM reconstitution - Kathy - Learning goals (within, among, beyond) - Steve - Policy review and revision: <ul style="list-style-type: none"> - Review and revise existing policy on the management of endowments - Meri and Hester - Review step-back policy with respect to corporate obligations - Kathy
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7:05	5 min	<p><u>Board duties this month</u></p> <ul style="list-style-type: none"> - Chalice Chatter Board News & Notes Article <ul style="list-style-type: none"> - January: Dan - February: Kathy - <u>Worship welcome</u> <ul style="list-style-type: none"> - 1/31: Meri - 2/7: Hester - 2/14: Kathy - 2/21: Debby - 2/28: Dan 	Rinda
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7:10	10 min	<p>Consent agenda (action) and reporting actions taken since previous meeting</p> <ul style="list-style-type: none"> - Approved December 2020 minutes <p>Received:</p> <ul style="list-style-type: none"> - Minister's Report 	ALL
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		<ul style="list-style-type: none"> - Operations Report - Financial Clarity & Health Narrative - Board Learning Goals Timeline - 2021 Budget Workbook - Stewardship Report <p>Board member: <i>Motion to approve the consent agenda and receive December reports</i></p>	
<p>Online motion passed since the last Board meeting: Approve December 2020 Board Meeting Minutes. Moved Dan Wright, Seconded ____. Approved unanimously. Motion to approve consent agenda by Kathy, seconded Meri. Passed unanimously.</p>			
7:20	10 min	Minister's Report	<i>Rev. Soto</i>
<p>Pastor Soto is very proud of the shared work of the Worship Associates creating worship during this challenging time. A December example is their participation in the Christmas Chapels and all of the different expressions. Debbie appreciated the well-organized teamwork participating in presenting worship. Also wonderful to have participation from leaders from all over the country. Union of creativity and technical detail creates a good experience. When we are back in the building, we probably will not give up all of the formats we've added, because some folks will want to continue to participate that way. We need a plan how to make that happen and willing participants to make it happen. Pastor Soto would like us to continue to focus on increasing our healthiness as we find accountable ways to address concerns.</p>			
7:30	15 min	Operations Report <i>Note: Let's please use some of this time to confirm our shared understanding regarding the process for replacing Steve on the operations committee at the end of his term.</i>	<i>Steve Thomasberger</i>
<p>Questions arose regarding the makeup of the Operations team. The OT is to include three lay members along with the head Minister and Church Administrator. Currently the lay members are a Board member and a Finance Team member. What is the term of service for Operations Team members? Who is accountable for recruiting for the OT? When will we do a retrospective of how policy governance is going? Would including a Board member facilitate closer communication between Board and OT?</p> <p>Reflections: We want to think about how many projects people are on; to avoid over-commitment; to put boundaries on expectations. People already with a commitment, OT might be expecting too much of Church members. We also don't want Board members to be so tied up in operations that they aren't spending their time on mission and vision. To strategically invite folks outside of the usual suspects is important. The practicality of what the OT does may be a draw for folks.</p>			

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7:45	0 min	Goal #1 Financial Clarity and Health	<i>Hester</i>
7:45	20 min	2021 Budget Discussion, Part 2 <i>Note: Our objective for tonight should be to receive and discuss any updates from the finance team, vote on whether to adopt the proposed 2021 budget, and agree on a cadence for revisiting during the year (quarterly?).</i>	<i>Jodie, Hester</i>
<p>Questions about the current budget proposal: Does putting the possible expense of \$16,000 for furnaces into the annual budget, even though we don't plan to spend it (we'll only spend it if the furnaces break down) affect our UUA fair share, since that is budget-based? If we want to avoid using more than 25% of our ~\$154,000 reserves, we want our deficit for 2021 to be no more than \$38,500. There are some expenses that are not 'definite', e.g. the furnaces; we are considering accepting this budget as a working budget with the expectation that we will review & watch expenses. If we approve this budget, we will also have quarterly reviews with an opportunity to adjust the budget. We acknowledge the budget as written exceeds the 25% of reserves, but we expect that some possible expenses budgeted will not be spent, and additional income may be realized because the PPP loan may be forgiven. In addition, the cumulative 2 year deficit does not exceed what was discussed in July 2020.</p> <p>Motion: I move we approve the budget presented with the provision that we will review it at least quarterly and change as circumstances require. Moved by Hester Green, seconded by Meri Lane. Motion passed unanimously.</p>			
8:05	5 min	Break	
8:10	20 min	Nominating Committee, Annual Meeting and Annual Report <i>Need to identify (1) annual meeting coordinator and assistant; (2) nominating team liaison and notice to congregation of board openings; (3) board report coordinator</i> Prior to Board meeting: distribute annual meeting planning doc, ask Board folks to consider filling these roles,	<i>Rinda</i>
<p>Who will coordinate creation of a nominating team, putting on the annual meeting, and pulling together the annual report?</p> <p>Kathy volunteered on BaseCamp to coordinate. Dan volunteers to help coordinate. Emily volunteers to find and work with a nominating committee to find the five needed new Board members (we have four retiring and are already short one). Meri has volunteered to put together the annual report. We expect the Annual meeting to start at 10:30 am on March 14.</p>			
8:30	5 min	Churchwide Learning Goal selection for church year 2020-21: Transformation Within, Among and Beyond Champion: Steve	<i>Steve</i>

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		<p>Teams: Within - Dan, Meri, Among - Debby, Emily (Rinda, Kathy currently unavailable) Beyond - Steve, Hester</p> <p><i>Pizza for wrapping up this work.</i></p>	
<p>Who is accountable for our journey of transformation? Steve would like teams to think about the question. Pastor Soto suggests reports be submitted to them so they can absorb and if any information about how to improve congregational life is part of their portfolio. E.g. some education of the congregation may be called for. How will we report this work out to the Congregation? We hope to clarify this during the next meeting.</p>			
8:35	0 min	<p>Stewardship - - Year-round stewardship Progress Report</p>	<i>Dan</i>
8:35	15 min	<p>For the Good of the Order (questions, brief planning, items outside of the 6 Goals, spontaneous items, items pulled from consent)</p> <p>- Review Church Calendar for major events that deserve / need Board presence</p> <p>Definition of “champion”: A member who reports on projects at board meetings and tracks, reminds and communicates with team members regarding the project between meetings. The champion requests time on a board meeting agenda if needed, submits a written report, or both. A facilitator, in other words, or project manager.</p>	<i>ALL</i>
<p>Request for motion setting 2021 annual meeting date. I move we adopt march 14 2021 10:30 am for the annual meeting. Emily second. Meri move. Adopted unanimously.</p> <p>Website calendar gives what’s happening with information and how to connect! Jan. 28 Earth Justice meeting. Friday Jan. 29 trivia night. Sat. 30th, a remembrance circle for Gogi Hodder 7 pm. February 7 First Sunday 11:45, February 14 Circle of Oak noon to 1. April 25 installation!</p>			
8:50	10 min	<p>Housekeeping</p> <ul style="list-style-type: none"> - * RACI (indicates who is Responsible, Accountable, to be Consulted, to be Informed) - Kathy - Next meeting agenda items (Rinda) 	<i>ALL</i>

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		<ul style="list-style-type: none">- Calendar review - duties/events for Board participation in the coming month (all)- Review BoT meeting Calendar updated through May 2021	
Next meeting items: * learning goals report out at annual meeting * Date for Board retreat. Board meetings will occur on March 23 and April 27; new Board members elected March 14. * COWSM charter may be on agenda, and there will be revisions and discussion between now and the next Board meeting.			
9:00	5 min	Process monitoring	
Many positive comments. Recommend the board not attempt to engage in triangulation using anonymous feedback.			
9:05	5 min	Closing Reading and Adjourn	<i>Debby</i>
9:10	TBD	Executive Session	<i>Steve</i>

Next Meeting Tuesday February 23, 2021 6:45 p.m.

* Indicates an item for which additional documents are to be filed on Team Drives / Board of Trustees / Meeting Materials/...

Bike Rack Items

- ☐ Church name change proposal
- ☐ Professional/Office duties vs. Volunteer duties (Operations)
- ☐ Use of Zoom as a tool to increase access and promote equity
- ☐ Codify which things that the Board and the minister need to review (and adjust if necessary) formally after they are created, such as the church calendar and annual meeting date.

Policies to revise or create in the new year:

- **Update** existing policy on sharing of collection plate.
- **Board policy or advisory** to support training locally when possible
- **Policy on** church sponsorship of ministerial candidates and what that entails. Rev. Soto/Dan Wright/CoSM
- **Policy** prohibiting hire of church members, except under certain circumstances

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- **Policy around** financial support for community organizations, e.g., Boost

These are pending items for board action, to be considered when setting goals for 20-21:

- COSM reconstitution
- Policy writing and revision

Ground rules:

- Phones on vibrate,
- One person speaks at a time (stack process to be used),
- No side conversations,
- Start on time and if a need develops to go beyond 9:00, check with the group.
- Stick to the agenda: items that run long will either be tabled for the next meeting or, if agreed to by the group, to stay late or table other agenda items.