

First Unitarian Church of Oakland Board of Trustees Meeting Minutes

September 28, 2021, 6:45 - 9:00pm

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: Daisy Quan, Kathy Radez, Lucia Savage, Debby Kaplan, Claudia Morgan, Meri Lane, Dan Wright, Rev. Theresa Ninán Soto Absent: Guests: Noemi de Guzman (JTW and COSM), Steve Thomasberger, Janet McFarland (JTW), Bill Blakely, Hester Green (Finance Team), Leslie Brandt (Finance Team), Sarah Letson (COSM), Jodie Mathies, Dennis Rowcliffe (Process Monitor)	
Meeting Chair: Kathy Radez Timekeeper: Daisy Quan Process Monitor: Dennis Rowcliffe	RACI chart: Dan Wright Readings: Dan Wright Communications Facilitator: Debby Kaplan
Board Officers 2021-2022: <ul style="list-style-type: none"> • President: Kathy Radez • Vice President: Dan Wright • Treasurer: Debby Kaplan • Secretary: Meri Lane 	Board Partners and Champions 2021-22 <ul style="list-style-type: none"> • Program Council: Daisy Quan • Policy Review and Revision: Lucia Savage • Nominating Committee: Kathy Radez • Software Transition: Dan Wright • Stewardship: Dan Wright

Approx. Start	Approx. Time	Item	Name
6:45	15 min	Open Comment Period All members and friends welcome. 3 minutes per speaker. Secretary reads aloud comments sent via email.	<i>Kathy</i>
Kathy: clarifies that non board members are welcome to participate during the open comment period, but that only board members should participate during the regular board meeting (verbally or via zoom chat), unless a board member has specifically invited them to participate. The board also welcomes non board member communication between board members via email or other channels. Noemi de Guzman: requests approval of motion to set Dec. 12 as the date for a congregational meeting to vote on the 8th Principle			

Bill Blakely: although a member of the software transition team, Bill is here just to observe.

Janet McFarland: here to support the motion to set Dec. 12 as the date of a special congregational meeting to vote on the 8th Principle. Janet clarifies that the exact language and characterization of the UUA's 8th Principle may change, such that our vote on Dec. 12 should be to approve the concept and intent of the 8th Principle, rather than the exact verbiage in the motion.

Hester Green: the Finance Team making progress working with Shining Star, distributing tasks among Finance Team members, including Leslie Brandt and Jan Voytek, after Jodie Mathies' departure, and creating a record of the various functions and tasks to smooth future transitions when personnel or volunteers change.

Bill Blakely: speaking as an interested congregant, would like to hear the board's plans for repopulating our office staff. Hester also expresses this interest.

Claudia: states that the Operations (OT) report should be folded into the Minister's Report.

7:00	3 min	Chalice Lighting and Reading	<i>Dan</i>
"Love will guide us"			
7:03	1 min	Welcome and Preview of Meeting Agenda and Process <ul style="list-style-type: none"> - Introductions - Meeting roles and process - Goals for tonight 	<i>Kathy</i>
7:04	3 min	Consent Agenda: action and reporting actions taken since previous meeting <ul style="list-style-type: none"> - Actions taken since previous meeting: <ul style="list-style-type: none"> - Approved <u>minutes of August 24 Board Meeting</u> via Basecamp - Approved <u>Justice Council Grant Application from Environmental Justice Associates - Giniw Collective</u> - Reports Received: <ul style="list-style-type: none"> - On Agenda: <ul style="list-style-type: none"> - <u>21-09 Operations Team Report</u> - <u>September 2021 Minister's Report</u> - <u>September 2021 – Financial Health and Clarity Report</u> - <u>Motion to call a meeting of the Congregation on Sunday, December 12, 2021</u> - <u>Staffing Budget Proposal</u> <p>Board member(s):</p> <ul style="list-style-type: none"> • May "pull" a doc from consent agenda if they believe further discussion (not already on agenda) should occur during "For the Good of the Order"; • Moves to approve the consent agenda and receive August reports. 	<i>ALL</i>

Kathy acknowledges that she still needs to clarify the purpose of the consent agenda as a matter of governance. At present, we will continue its use to: 1) report on board actions since the last board meeting; and 2) record what documents have been received for the meeting. Board discussion of the Staffing Budget Proposal will be folded into either the Minister's Report, the Operations Team Report or For the Good of the Order.

Motion by Claudia to approve the consent agenda. Seconded by Dan.

Motion to approve consent agenda passed unanimously with usual abstention by board president.

7:07

10 min.

Motion for Special Congregational Meeting on 8th Principle

Dan

Original Motion by Dan Wright: That the Board call a special meeting of the Congregation on Sunday, December 12, 2021 with one agenda item: for the Congregation to vote whether to adopt an eighth principle, as follows: "We, the members of the First Unitarian Church of Oakland, covenant to affirm and promote: journeying toward spiritual wholeness by working to build a diverse multicultural Beloved Community by our actions that accountably dismantle racism and other oppressions in ourselves and our institutions." Seconded by Claudia.

Daisy asks if there's a way for congregants to vote if they cannot attend the Dec. 12 meeting? Claudia responds that no, there is no provision for proxy voting in the Bylaws. Persons must be in attendance to vote.

Discussion of concern regarding language specified in motion. At Kathy's invitation, Janet McFarland on behalf of JTW explains that the specific language of the 8th Principle may be reworded by the Unitarian Universalist Association (UUA) and/or may be recharacterized as a preamble or another way.

Dan states that the Dec. 12 vote doesn't depend on the specific UUA language, but represents what our congregation intends to do. Dan nonetheless welcomes a friendly amendment that the final wording will be available to congregants 2 weeks before Dec. 12 vote.

Claudia offers to assist JTW with communications with the congregation, e.g., in Chalice Chatter about the 8th Principle.

Dan agrees to amend motion per Kathy's and his suggestions, as follows:

Motion by Dan Wright as amended: That the Board call a special meeting of the Congregation on Sunday, December 12, 2021 with one agenda item: for the Congregation to vote whether to adopt an eighth principle, as follows, with final wording to be made available two weeks before Dec. 12: "We, the members of the First Unitarian Church of Oakland, covenant to affirm and promote: journeying toward spiritual wholeness by working to build a diverse multicultural Beloved Community by our actions that accountably dismantle racism and other oppressions in ourselves and our institutions." Seconded by Claudia.

Unanimous approval of motion as amended, with usual abstention by board president.

Dan acknowledges Leslie Brandt's question in the chat that we'll need to know the number of active members to know the number needed for quorum.

Claudia and Dan agree to work on procedural requirements to set up a special congregational meeting.

Leslie will take the motion results back to the Community Connections Team.

7:22	15 min.	Minister's Report/Operations Team Report	<i>Rev. Soto</i>
------	---------	---	------------------

Pastor Soto: has received questions about how programs are doing and whether they need more support. We've had to reinvent approaches due to the pandemic the past 18 months and will continue to try new things. We tried breakout groups last Sunday and learned that they would improve by being longer.

The next big transition in worship development: will be moving back into the building. The worship coordinator will be phased out when we go back to meeting in person. The pandemic has also caused differences in both the need for and implementation of pastoral care.

Claudia: asks about Pastor Soto's involvement in recruitment of volunteer Worship Associates (WA) and Pastoral Associates (PA). Often people don't think of getting involved until the minister sets up something to train them.

Pastor Soto: I'm not going to convince people to do something that they're not interested in doing. People came to the last PA training in June, but weren't interested in participating via Zoom. Claudia states that she attended the June PA meeting, which was run by Alex or Jef. It didn't, however, get much publicity ahead of time and focussed on saying goodbye to Alex.

Claudia suggests that Rev. Soto use their personal charisma to recruit volunteers through personal requests for assistance. Lucia: encourages Rev. Soto to ask the board to help with recruitment.

Rev. Soto: the PA are able to cover requests for assistance, but their generosity has been stretched then. If someone doesn't get requested spiritual support, it's because the request didn't get to the right place or was later withdrawn.

Daisy asks if we can get an update on the Community Connections Team (CCT) and what role they play or could play in building capacity. Rev. Soto responds that CCT receives info on the interests and needs of persons only when they first come into the community, and not with congregants of longer standing. That could change, however, with our new software.

Staffing Budget Proposal:

Kathy questions whether board approval is even necessary for the staffing budget proposal because the total proposed funds is the same as approved in the 2021 budget.

Meri states that board consideration of the proposal is appropriate in that: 1) the Ministerial Agreement provides that the board and minister work together on hiring and changes in personnel and personnel compensation; and 2) the 2021 budget was only approved subject to periodic reviews based on the actual numbers as they came in; that review however hasn't been possible due to the lack of timely bookkeeping, so we should be careful not to commit ourselves to expenses when we don't know how we're doing financially. Claudia questions how granular we should be on budget and hiring, suggesting instead that the board's only role in hiring should be establishing the range of money for salaries.

Lucia's biggest concern is columns d,e, and f of the Staffing budget proposal regarding the positions of Office managers, Religious Education Coordinator and Worship Coordinator/Environmental Justice Educator and commitments to those positions through 2022. Pastor Soto states that they're not interested in maintaining Jef's position after church opens up, but that best case scenario would delay his last day until after there were candidates for the other positions.

Rev. Soto will send a spreadsheet with the Staff Budget Proposal without Jef's position.

Kathy would like to continue this matter, as well as a Ministerial Fellowship Committee renewal application and evaluation, either during For The Good of the Order or over basecamp.

7:53	12 min.	Financial Clarity and Health	<i>Debby</i>
------	---------	-------------------------------------	--------------

Debby states that there have been problems w/ Shining Star, and things have been stressful with Jodie's departure from the Finance Team, because everyone relied on her leadership and knowledge. The remaining Finance Team members have been able to manage financial operations, but want to emphasize the need for full staffing. Hester and Debby met with Monte and Emily of Shining Star to say that our 1st priority is to get numbers for this year and the final numbers for 2020, while they thought the priority was to address irregularities in how things are recorded. The books for 2020 are almost ready to close. Monte has provided a Budget to Actuals spreadsheet for Jan. - July 2021, although it still needs to be reconciled with our bank accounts. Debby has told Monte that we need to have full reports through the end of 2d quarter in a few days and expect future quarterly reports to be provided within a month after the quarter ends. Debby feels more confident with Emily.

Meri has seen the Budget to Actuals for Jan. - July, 2021, and acknowledges Debby's comment that they still need to be reconciled with bank accounts. There isn't time now for Meri's many questions, but she is concerned that 1) the numbers show a 10% decrease in stewardship; and 2) even the budget plans for a \$66,000 deficit. If we don't decrease expenses or have a large revenue increase next year, another \$66,000 deficit in 2022 would wipe out our reserve, getting down to the bare bone of just 3 months of operating expenses. The 2020 books aren't closed, so we don't even know our deficit for last year. We need a board workshop with members of the Finance Team, the Operations Team and maybe an outside expert to help us really understand where we are as much as we can before we consider the 2022 budget..

Rev. Soto wants to end our relationship with Shining Star, because it hasn't improved. It was problematic earlier in the pandemic, but as the pandemic has dragged on, impacting our finances, the problem with Shining Star only gets more serious. Rev. Soto asks the board to put on our radar how to manage the situation.

Debby states that she doesn't have a history of personal knowledge with Shining Star to be able to assess the totality of their services.

8:05	5 min.	Break	
8:10	35 min.	Health of the Ministry	<i>Kathy</i>

Kathy: This conversation was precipitated by a member of our community stepping back from involvement in church activities. There have been informal board discussions, but no decisions were taken, so this is an opportunity to bring our learnings into a public forum and continue conversation. Can we start with Lucia's

motion?

Lucia moves that the board appoint two members of the board to further investigate the Healthy Congregations option offered by the Pacific Western Region, including potentially negotiating a proposed scope of work based on wide input from relevant community members, and bring that back to the October Board meeting for further action." Second by Claudia.

Daisy is in communication with Melissa James at Pacific Western Region (PWR), who identified Healthy Congregations as an appropriate resource and followed up with info on what they could do, as included in a document shared over zoom: "Notes on Healthy Congregations Consultation," appended to these minutes. Melissa James has not yet provided answers to Daisy's question about how the Healthy Congregations process would work or affect other processes such as with the Ministerial Fellowship Committee (MFC) or the Committee on Shared Ministry (COSM).

Lucia states that the two board delegates referenced in the motion would take input from others involved in the inquiry, such as Rev. Soto, because the inquiry would be on behalf of the entire congregation regarding the entire congregation, rather than just one person or incident. .

Dan expresses concern that we stay in covenant with one another and that back room conversations are happening. He hopes that the process of reconciliation can happen. .

Kathy states that she has been in conversation with COSM about the process for individual reconciliation, and that Healthy congregations inquiry would concern a more holistic view of congregational health and how we got here.

Claudia states that this will be an end to end inquiry, not related just to one thing, or one other thing, but rather to a holistic view of the totality of where we are, how we got there and where we need to go.

Lucia says that Daisy and she have emphasized that over and over with PWR, that this is an end to end inquiry involving everyone. It may include individual events, but is broader than that.

Rev. Soto is interested in this as something that can strengthen our team work. The big picture is really important, including anxiety, reconciliation, pain that needs healing and operations that need strengthening. When we put attention on that, it gets better. Their biggest role in this is not to struggle with you all on this.

Lucia: thinks that the \$60 an hour rate is a bargain and can't think of a better investment than the \$5000 to \$8000 it could cost.

Unanimous approval of the motion with usual abstention by Kathy as board president.

The board will figure out the two persons to serve as delegates via basecamp

8:38	10 min	For the Good of the Order (questions, brief planning, spontaneous items, items pulled from consent agenda) <ul style="list-style-type: none"> - <u>Monthly Board Tasks</u> for next month - Review Church Calendar for major events that deserve / need Board presence 	ALL
------	--------	---	-----

		<ul style="list-style-type: none"> - Next BoT meeting Oct. 26, 6:45 - 9:00pm. Agenda items? - Review RACI (<u>R</u>esponsible, <u>A</u>ccountable, to be <u>C</u>onsulted, to be <u>I</u>nformed) Chart (Dan) 	
<p>Lucia moves to approve immediate hiring of a Congregational Administrator and Religious Education Director as set forth on the Staffing Budget Proposal, with the remaining positions to be tabled for later consideration. Motion seconded by Claudia.</p> <p>Five votes yes, one vote no and usual abstention by board president.</p> <p>Meri states that she would've voted "yes" had the motion been limited to the Congregational Administrator position.</p> <hr/> <p>Rev. Soto is excited about working with 2 board members on their MFC fellowship and connecting through COSM.</p> <p>Kathy: these don't need to be the same 2 board members who will work on the Healthy Congregations process.</p> <p>Rev. Soto: whatever happens with Healthy Congregations should go through COSM. We're not asking about ministerial fellowship, as much as ministerial evaluation.</p> <p>Debby: I support having 1 set of board members working on the evaluation side and 1 set working on the Healthy Congregations side. It would be too much to give one set of people. We're coming into this question later than we should have.</p> <p>Claudia: it's important to decouple the MFC preliminary fellowship renewal process and the Healthy Congregations process.</p> <p>Meri states we should also distinguish the evaluations called for in our ministerial agreement and the MFC preliminary fellowship renewal process as two separate things. And we should remember that right now there is no official COSM, that there hasn't been an official action to take it off the hiatus voted in March 2020. Rev. Soto states that they don't understand that to be the case. Others state that the board is still waiting for a new charter, at which point there'll be a motion and a vote to approve. COSM's preview in December 2020 also called for bylaw changes that would require a vote of the congregation.</p> <p>Kathy: suggests that we continue these discussions and cover remaining For the Good of the Order topics on basecamp.</p>			
8:50	5 min	Process monitoring	<i>Dennis Rowcliffe</i>
<p>Both before and after break, there were challenging topics on the budget, hiring, and healthy congregations. The discussion was well handled with respect toward different viewpoints. Dennis did not observe obvious expressions of white supremacy, such as an over attention to perfection. The process was well handled despite the largely difficult topics.</p>			
8:55	5 min	Closing Reading and Adjourn	<i>Dan</i>

--

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.

Bike Rack:

- Stewardship
 - Software transition
 - Leadership development (see 2021 annual report update)
-

Notes on Healthy Congregations Consultations
Offered by Daisy Quan during 2021.09.29 BoT meeting
[This title added by MNL]

Goal for reaching out to Melissa James:

Identify resources for a larger process to evaluate the shared ministry for the past two years, including third-party fact finding, evaluation of minister and congregation, and recommendations

Melissa James identified Healthy Congregations as a potential resource. Notes below:

Healthy Congregations Team:

<https://www.uua.org/pacific-western/regional-services/healthy-congregations-team>

Consultation functions

- Mediation
- Review systems dynamics
- Full assessment
 - Circles of conversations
 - 1-1 interviews
 - Provide recommendations
- Board would identify the level of consultation and work with Rev. Millspaugh on scope
- Usually work in teams of 2
- Selection depends on fit and availability
- If at some point the consultation isn't work out, Rev. Millspaugh will remain in constant communication to work the situation out with us

Next steps could be:

- Board affirms desire to pursue Healthy Congregations consulting (an email from the board on what we hope to accomplish would suffice) and identify board reps
- Board comes to consensus on the language of what we hope to accomplish
- Board representatives connect with Rev. Sarah Millspaugh on initial next steps

- Board reps work with Rev. Millspaugh on a consulting contract and identifying potential consultants, including outside consultants if necessary
- If it makes sense to move forward, board reps bring contract to the board for approval and appropriation of funds
- Board reps meet with consultants and finalize contract

Evaluation of shared ministry

- This process could run parallel or complimentary to other processes, if applicable, especially given limited capacity of congregants and volunteers who would theoretically participate in multiple processes
- We could ask the question in scoping the work of the contract if/how this process would interact with other processes, and clarify the relationship, if any

Melissa James also emphasized patience, that putting together the process could take time and depends on consultant workload, but that it would be atypical that we would wait months to start

Cost: \$60/hr usually, but some prefer to work by job rather than hourly; estimate two consultants spending 30-40 hours each would probably be adequate. Ball-park estimate is \$4000-5000