

FIRST UNITARIAN CHURCH OF OAKLAND
Board of Trustees Meeting
July 28, 2009 – 7:35 to 9:33 PM

Trustees Present: Claire Eustace (President), Dan Goss (Vice President), Jon Greer, Noemi de Guzman (Secretary), Roger Hallsten, Gail Schulz (Treasurer), Bev Smrha, and Charles Williams

Trustees Absent: Rinda Bartley

Others Present: Eva Bunce (scribe), Charles Masten (Executive Team), Scott Weiss (Chair of Endowment Fund Committee)

Claire Eustace led the opening.

Agenda Approval – Dan Goss moved to approve agenda. Approved with one opposed.

Consent Agenda – Gail Schulz moved, Jon Greer seconded motion to approve Minutes of June 30, 2009, special Board meeting and Rinda Bartley's membership on the Leadership Development Team to support Board linkage. Approved with one abstention.

Letter from Rev. David Takahashi-Morris re June 11, 2008, Board Covenanting Meeting and Follow Up – Noemi de Guzman – Noemi read the letter from Rev. David Takahashi-Morris and asked that it be attached to the July board meeting minutes. The trustees discussed any followup board work to address the list of areas of tension identified at the June 11th meeting. The identified areas of tension were antiracism training, one voice policy, support for Board and Executive Team decisions, requirement to do vs. to believe, conventions for deep conversation, agreement with Trustee job description, and fiduciary responsibility. Trustees identified indicators of progress since the covenanting meeting, discussed nuances in the understanding of expectations from each other individually and as a Board, and offered ideas for an approach to the work that remains. Indicators of progress include Roger's attendance at the antiracism training and Trustees initiating efforts to clarify and revise the one voice policy. Some remaining work is of a procedural nature, entailing clarification of bylaws and codes, further policy-making, and articulation of accountabilities, expectations, and agreements; other work involves establishing enforceable conventions for a shared culture among Board members. The next step to address the former of these areas of work will be taken by Gail Schulz, Noemi de Guzman, and Charles Williams, who will identify agreements and expectations of Trustees, which are already in place, and incorporate them into a revised Trustee job description.

Feedback from the Board on Subgroup's Report on Consultants' Recommendations – Subgroup representatives clarified the status of their recommendations for handling the Consultants' original recommendations. Trustees shared observations about the nature of the Consultants' recommendations and about the congregation's response to the subgroup report, expressed eagerness for productive activity, and identified appropriate actions to

follow-up the publication of the subgroup report and in response to feedback from the congregational forum. Trustees recommended to the subgroup that they apply a well-communicated, iterative process coordinated with the Board's agenda to continue to solicit and incorporate feedback from the congregation, identify who is to take responsibility for defining goals and to implement each recommendation, and assure that timelines for action are established.

Process Observations – Roger Hallsten and Gail Schulz each shared their observations of the processes in the first part of the meeting.

Endowment Fund Policy – Gail Schulz – Gail described the process that led to the development of the draft endowment fund policy and reviewed the background and content of the draft policy document, which had been distributed to the Board in advance. Scott Weiss elaborated on considerations that led to the particular design proposed for the fund, including its administration structure and rules for distribution. An over-arching consideration is that potential donors should feel assured that funds will be used to provide future security for an organization they care about and not to relieve short-term financial pressures. Although some organizations stipulate governance of such a fund in their bylaws, that is not a requirement. It is recommended that the Endowment Fund Committee be a committee of the Board, with final decisions made by the Board because the Board is covered by fiduciary insurance while Committee members would not be. There are great benefits to the church holding the endowment fund as its own asset, so it is not advisable to have it governed by a separate corporation. Another draft will be prepared for Board approval in August and for presentation in a congregational forum in September, prior to the fund's formal adoption.

Technological Solutions to Board Linkage with Congregation – Dan Goss - Methods of Board communication with the congregation include emails and a Board-specific Web presence. A communications team from the office is available to work with the Board to implement these efforts. In addition, bulletin board space has been identified for the Board, for posting mini minutes and agendas. Both the Board and congregation need to understand communication and linkage processes and types of content expected to be conveyed. Dan Goss will continue to work toward realizing the proposed solutions.

Status Updates on Future Agenda Items – Item removed from this agenda to compensate for additional time spent on discussing the endowment fund. The trustees agreed to address this item at the August board meeting.

Process Observations – Jon Greer and Noemi de Guzman each shared their observations of the processes in the second part of the meeting.

The meeting was adjourned at 9:33 PM.

Respectfully submitted,

Noemi de Guzman, Secretary

Follow-up Communication From Rev. David Takahashi Morris:

Three things stand out for me:

First, though the initial conversation was about creating a Board covenant, and that is still a good idea, there are already a significant number of agreements in place about Board members' actions, communication with the congregation, and commitments such as anti-racism/anti-oppression training. It would be good to capture all of those expectations and agreements in one place if that isn't already the case, before another conversation about creating a covenant. Your Board member named Roger did not feel that coming onto the Board automatically obliged him to abide by those expectations and agreements; the other Board members did.

Second, tensions emerged around a number of key areas of Board expectation and commitment, which were captured on the last newsprint sheet we created. Effective Board work this year will require coming to agreement with Roger about whether he is willing to abide by the expectations the rest of the Board sees as necessary. Either he will have to agree to this, or the rest of the Board will have to decide, in the formal context of a meeting, what action it should take in response. That last issue—what the Board does if a member chooses not to be in what the Board has defined as right relationship—looks to me like a most important gap that needs to be filled in a Board covenant.

Third, in the conversation around “confidentiality” it emerged that a framework for working together which emerges in the context of anti-racism/anti-oppression training (although it is also part of and useful in other facilitated settings!) is already part of the Board's shared culture, and that Roger does not agree with that framework and is not comfortable in it. Roger says he would like to have an honest conversation about matters of race, culture, and oppression (which is a fundamental part of the church's vision and mission as expressed in the Ends statements); other Board members are willing to have that conversation with him, but they see the training all the others have taken as an essential first step. The training is seen both as a way to begin the conversation with some basic shared understandings and analysis, and as a way Roger can show accountability to his fellow Board members, as they are accountable to each other and would be to him if he were in right relationship. Again, the question of how the Board will hold its members accountable is central.

Those are the pieces that seemed clearest to me. I hope this will be helpful for you all.

Again, thank you for the privilege of taking some part of this important journey with you. Your congregation is a beacon in the work of reimagining our faith for the world we live in today, and I will be watching hopefully and with a shared sense of struggle and compassion as you go through the next challenging steps. Please feel free to call on me (and on Leslie, I know well) if we can help in any way. Never fear, we'll be asking for a return of the favor one day!

Best, David

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