

**FIRST UNITARIAN CHURCH OF OAKLAND**  
**Board of Trustees Meeting**  
**August 25, 2009 – 7:35 to 9:18 PM**

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

**Trustees Absent:** Charles Williams

**Others Present:** Eva Bunce (scribe), Rev. Kathy Huff (Senior Minister and Executive Team), Charla Weiss (Executive Team)

Jon Greer led the opening and chalice lighting.

**Agenda Approval** – Gail Schulz moved, Dan Goss seconded a motion to approve the agenda. Approved unanimously.

**Consent Agenda** – The minutes of the July 28, 2009, Board meeting were moved to the end for discussion.

**Proposed Amendments to the Nominating Committee Board Policy (Claire Eustace, Noemi de Guzman)** – Proposed changes to the current Board Policy Section IV.M Nominating Committee were discussed.

One addition to the policy would require potential candidates for the Board to sign a statement attesting to a willingness to abide by current Board job descriptions, policies and limitations, church bylaws, and duties imposed on Trustees by the California Corporations Code. The wording of the proposed statement was discussed because it was felt that potential candidates might not recognize that the Board has the right and even the obligation to change and refine policies. It was suggested that the statement include wording that indicated approval to change policy.

It was also suggested that the leadership development team serve as the Trustee nominating committee because they would know of members who show interest and leadership skills. It was acknowledged that this would place additional burden on the leadership development team, which already has a lot of work. It was commented that this idea seems consistent with their charter however there must be clear distinction between the team's relationship to the Board and to the Executive Team because the Executive Team must not have any responsibility for nominations. Because the leadership development team is new this year, there is a need to define its relationship with both the Board and the Executive Team. The possibility of a nominating committee elected by the congregation was suggested but there would not be sufficient time in this calendar year to make this concept possible. The idea should be explored for future implementation.

Claire Eustace and Noemi de Guzman will continue to work on the revisions and bring them to the September meeting for approval.

**Process Observations** – Rinda Bartley and Dan Goss commented on the meeting.

**Leadership Development Training and Events (Rinda Bartley)** – A leadership kickoff meeting is currently scheduled for September 16; a Board member is needed to speak and the focus for this meeting defined.

Unity Consulting has been contacted to lead policy governance training; Kensington Church might also want to be included in this venture. It is hoped that as many Board members and potential leaders would attend. There was consensus that there would be no forward movement without funds to cover the consulting costs. An outline of the training module will be available.

A weekend retreat for church leaders, including the Board, and potential leaders is in the initial planning stages, similar to the community retreat.

Noemi de Guzman will speak at the leadership kickoff. Rinda will seek new dates for the policy governance training for the Board.

**Future Agenda Items were scheduled as follows:**

1. Enforcing Board policies and rules – TBD at November Steering Committee Meeting
2. Implementation of consultants' recommendations and approval of subgroup's proposal – September
3. Budgeting – the addition of a limitation regarding staff compensation – September
4. Transparency – the addition of a limitation regarding notification of the congregation prior to a significant decision and an Ends Policy regarding democracy – September
5. Revise One-Voice policy – October
6. Next Board-hosted conversation on Vision 2012 topic – tentatively October
7. Policy on disruptive behavior – Draft to the Board tentatively Aug. 2009
8. Add Journey Toward Wholeness Transformation Team to Board policies – September
9. Board Policy V.J on self-evaluation – February
10. Limitations policies – October
11. Development of a process for monitoring ends policies – October
12. Changes to Nominating Committee policy – Aug. an Sept. 2009 Board meetings
13. Revised Trustee job descriptions – November
14. Additional Executive Team member – October/November

**Endowment Fund Policy Re-Draft (Gail Schulz)** – To be in compliance with a new California law, further revisions are required to the rules on distributions. Gail Schulz

will make the necessary revisions and bring them to a future Board meeting. A congregational forum on September 20 would still take place.

**Minutes** – It was felt that the content of process observations is internal to the Board and should not be included in the minutes, but the fact that the observations occurred should be included. Jon Greer moved, Rinda Bartley seconded a motion to approve the amended minutes. Approved unanimously.

**Process Observations** – Bev Smrha commented on the meeting.

The meeting was adjourned at 9:18 PM.

Respectfully submitted,

Noemi de Guzman  
Secretary

*Approved September 22, 2009*