

**FIRST UNITARIAN CHURCH OF OAKLAND**  
Board of Trustees Meeting  
January 26, 2010 – 7:30 to 10:37 PM  
Starr King Room

**Trustees Present:** Giselle Ampuero, Rinda Bartley, Claire Eustace (President), Dan Goss (Vice President), Jon Greer, Noemi de Guzman (Secretary), Gail Schulz (Treasurer), Bev Smrha, Charles Williams

**Others Present:** Kathy Huff (Senior Minister and Executive Team); Catherine Ishida (Intern Minister); Judy Baeder, Charles Masten, and Charla Weiss (Executive Team); Eva Bunce (scribe); and Jill Miller (visitor)

Gail Schulz led the opening and chalice lighting.

**Agenda Revisions** – The following changes were made to the agenda: The item “Connection with Sr. Minister” was changed to “Senior Minister’s December/January Report 2009-2010 to the Board of Trustees.” The Consent Agenda item “Appoint Julie Baeder to Executive Team” was deleted because it duplicated “Appoint new ET member.”

**Senior Minister’s December/January Report 2009-2010 to the Board of Trustees** – Rev. Kathy began by acknowledging the “high” that she still felt following the rededication of Hamilton Hall. She suggested bringing guidelines for process observations to meetings, and she also suggested that caucusing can and should happen at any time in order to properly deal with even inadvertent harmful incidents, as it is part of learning how to be in community. Much work needs to be done to identify priorities and ensure that these meet the desired ends. Making budget decisions was intense and painful, but there has now been communication with staff on the budget and its impact on their lives. Having two key staff on regular furlough will affect the congregation. Charla Weiss shared a list of work items that must be abandoned, dwarfed, or shrunk due to her furlough. It will be important to think through how to communicate the impacts of the furloughs to the congregation, and Board members will need to help educate the congregation to stem potential complaints about effects on service. Rev. Kathy will be on her planned vacation and study leave during the month of February.

**Consent Agenda** – Gail Schulz moved, Rindy Bartley seconded a motion to approve the minutes of the December 15, 2009, regular Board meeting and the January 9, 2010, special Board meeting. Passed unanimously.

### **Creation of the Future**

**Ends Refinement** – The Ends policy statements have never said who would be changed and at what cost. The Ends should be a visionary working and even guiding document. During the discussion it was felt that the term “liberal” can be limiting and perhaps left out. It was also recognized that as a religious institution, spiritual growth should be reflected in every End; however, it would be problematic to implement and quantify. A variety of opinion was

expressed about the percentage of resources to allocate to the Ends, and while the Executive Team should be able to determine how much of the budget is spent on each End, it was agreed that establishing proportions should not depend on the Executive Team completing an analysis of current program allocations. Dan Goss will continue refinement of this document. Rev. Kathy recommended allowing 30 minutes at the next meeting for reflection on meaning of the Ends.

**Process Observations** – Noemi de Guzman and Charles Williams commented on the meeting.

**Policy Change** – On behalf of the Executive Team, Rev. Kathy presented proposed revisions to Board policies, as follows:

#### **V. Board and Executive Team Linkage**

**B. The Executive Team:** The Executive Team shall consist of all called ministers, the Church Manager and at least one lay leader. The Board and Executive Team shall together develop a list of possible lay leaders who might serve. The Executive Team shall then recommend at least one lay leader to serve from that list to the Board for its approval.

#### **III. Executive Team Role and Limitations**

**Staff and Volunteers:** With respect to the treatment of paid staff and volunteers, the Executive Team may not cause or allow conditions that are unfair or undignified or that fail to apply the standards of the Church's Mission and Ends and Unitarian Universalist principles. The Executive Team shall not:

1. Discriminate against existing or potential staff based on race, creed, ethnicity, national origin, gender, physical disability, marital status, sexual orientation, or gender characteristics, identity or expression.
2. Subject staff or volunteers to unsafe or unhealthy conditions.
3. Fail to establish commonly accepted safe congregation policies and a disruptive persons policy.
4. Fail to post in a prominent place current, established, internal complaint procedures or prevent staff from using them.
5. Operate without written personnel policies that clarify personnel rules for paid and volunteer staff, and provide for effective handling of grievances.
6. Fail to ensure that paid staff receive written reviews annually.
7. Fail to ensure that Convener(s) and Team Leaders receive regular, individual support and feedback sessions at least every six months.

The revision to the composition of the Executive Team allows the option of more than one lay leader on the Executive Team. In the Executive Team Role and Limitations with respect to staff and volunteers, the revisions included deleting the statement that the Executive Team shall not pay members for professional services, except by special approval of the Board. While the separate policy against self-dealing still stands, this revision allows the Executive Team discretion as to what to submit for special approval. Jon Greer moved, Noemi de Guzman seconded a motion to approve these revisions. Passed unanimously.

**Annual Meeting** – Rev. Kathy stated that March 21, 2010, has been set as the date for the Annual Meeting, which is the responsibility of the Board to call. Discussion ensued as to how to more actively engage the congregation in this process. There is a legal requirement to transact certain business, but the possibility of then adjourning the formal meeting and breaking into some sort of small group discussion format was explored. The post-meeting session can provide opportunity for Board linkage with the congregation on Journey Toward Wholeness; Vision 2012; giving live to the Ends as transformation within, among (including fundraising), and beyond (such as connecting with other organizations); and a status update on the broad areas of the consultants’ recommendations. Claire Eustace, Rinda Bartley, and Noemi de Guzman will work on deciding the content.

**Annual Priorities** – During the Board and Executive Team’s policy-based governance training during the Leadership Retreat, it was learned that annual priorities are those the Board sets for its own work and not for the entire church. Rinda Bartley moved, Dan Goss seconded a motion to remove Section IV H from Board Policy, which required the Board to develop annual priorities for the church. Passed unanimously.

**Miracle on 14<sup>th</sup> Street Report** – Bev Smrha reported that it is absolutely imperative that the Board get active in fund raising because the present budget is untenable. The collection at the dedication service totaled \$6,950. A variety of activities must be planned that communicate the church’s hope and vision. An additional \$15,000 would be required to halt staff furloughs. Jon Greer will draft a letter to the congregation.

**Appoint New Executive Team Member** – Gail Schulz moved, Noemi de Guzman seconded a motion to appoint Judy Baeder to the Executive Team for a two-year term to commence at the end of this meeting. Passed unanimously.

Individual Executive Team members will have respective portfolios of delegated tasks. At the annual meeting, the Leadership Development Team will discuss the “pillars” structure and decision making.

**Recognition of Charles Masten’s Last Board Meeting as Executive Team Member** – Charles Masten expressed his wish for the Executive Team and the Board to work together as leaders of the church and to break down artificial barriers. He wanted to recognize Judith Hunt, former Executive Team member, and Michelle Favreault, Charla Weiss, and Kathy Huff as great partners who have given their all. Although he will no longer be on the Executive Team he will continue as an active participant in the life of the church.

**Executive Session** – The Board went into Executive Session to discuss clergy compensation.

**Process Observations** – Gail Schulz and Dan Goss commented on the meeting.

### **Discussion Highlights and Decisions for Institutional Memory**

The following points were emphasized:

- Ends refinement needs Board to zero in more on costs.

- Claire Eustace, Rinda Bartley, and Noemi de Guzman will develop the annual meeting plan with Rev. Kathy as a resource.
- The new name tag racks were built by David Beittel.
- The process for collecting names for thank-you notes is not great.
- A process is needed to decide what should and should not be on the agenda and to make sure nothing falls through the cracks.
- Need an effective and respectful way to announce when a speaker's time is up.
- Journey Toward Wholeness team can provide questions for group discussion after the annual meeting.
- There is limited capacity for group language-crafting so a different process is desired, perhaps where a series of questions can be asked to ascertain the essence of an idea and words can be suggested offline.
- The opportunity to avoid staff furloughs, which went into effect February 1, will be missed.

### **Next Steps**

**Next Meeting Agenda** – Dan Goss will prepare the February 23 agenda with the following items:

- Ends discussion, Dan Goss, 15 mins.
- Annual meeting, Claire Eustace, Rinda Bartley, Noemi de Guzman, 15 mins.
- Journey Toward Wholeness team written report and linkage with Board, Charles Williams, 15 mins.
- Clergy compensation, Claire Eustace, 15 mins.
- Communication to the congregation on the state of the budget

The meeting adjourned at 10:37 PM.

Respectfully submitted,  
Noemi de Guzman  
Secretary

*Approved March 23, 2010*