

## UUFCO Board Meeting Minutes

September 8, 2016

Location: Conference Room

**Attending:** Mark Hickman, Wendy Howard, Max Merrill, Amy Falkenrath, Greg Byrne, Paul Bennett, Sue Clarke, Rev Antonia Won

**Absent:** Dick Barber **Guests:** Robin Slocum, Chad Leonard, Larry Price

**Called to Order:** 6:00 PM

**Minutes written by:** Sue Clarke, Recording Secretary

**Agenda** for September 8, 2016 meeting was approved. Also approved was placement of reference documents discussed during board meeting to be included with posting of board minutes on our members website.

**Consent Agenda:** August board minutes (with 2 corrections) were accepted. August EOM board report was late, will be approved next month.

**Reference Documents:** [Board minutes UUFCO August 11 2016](#), [Board minutes Bylaws 8-16-16](#)

### Ministerial Search Committee

#### Background:

The Search Committee sent all UUFCO committees a set of three questions concerning their work with a new settled minister.

**Discussion:** Chad Leonard from Search Committee led the board through these questions with Robin Slocum taking notes.

**Action:** Board answered these questions with input from all. Slocum's summary will be included in board minutes packet. Board agreed that because of size of congregation the settled minister needs to fill role as "chief of staff" as an important part of responsibilities and that this should be part of job description.

**Reference document:** [Focus Group Notes – UU Board Meeting – 9.8.16](#)

### Review of Existing UUFCO Policies

#### Background:

Hickman asked several board members at August board meeting to review board policies already on file and to recommend what manner of changes, if any, needed to be undertaken.

#### Discussion and Action:

**Reaffirm Policies**--those that still make sense with no modifications

smoking, fragrance—Byrne

conflict of interest—Merrill

non-monetary gift acceptance, endowment committee charter--Barber

**Motion:** Byrne moved that these be accepted as is; Merrill seconded; unanimous approval

**Rescind Policies**—No longer applicable

timeline for starting rentals in new home, meeting room use (Old Stone)--Byrne

newsletter responsibility, directory (paper copy)--Hickman

membership—Howard

**Motion:** Byrne moved that these be eliminated; Howard seconded; unanimous approval

### Update Policy with Specific Wording

service animals and pets—Byrne

disruptive behavior—Hickman

**Motion:** Merrill moved these be changed to reflect more accurate wording; Byrne seconded; unanimous approval

Policy on policies, political activity, executive sessions—Merrill

**No action, first reading of alternate wording, will revisit next meeting**

**Modest Rewrites needed**

alcohol, sustainability, building use, keys—Byrne

Religious Exploration—Howard

Personnel Handbook—Falkenrath—A few statements in Employee Handbook that apply to staff and congregation, probably belong general fellowship policies and not just in the Employee Handbook. The board agreed that the congregation should be able to see the Employee Handbook, and that this should be one of the documents that we post on our governance documents web page.

**No action on these policies, will revisit next board meeting**

**Update Policy with Substantial Rewrite**

Expenditures, designated funds, use of building funds—Barber

**Still pending, may be part of “new policies work” to supplement new Bylaws**

[Reference Document: policy review summary decisions](#)

**Governance Task Force (GTF)**

**Background:** Board has assigned GTF to write new policies to address realities of growing congregation.

**Discussion:** John Rhetts presented Hotchkiss model with additions to begin discussion of whether this was the model board envisioned for governance. It included three divisions: governance, ministry and administration with common goals also listed. A lively discussion concluded that the exact model to be used and shared with congregation was still a work in progress.

**Action:** Rhetts invited board members to attempt writing a policy regarding delegation of responsibilities to be completed and shared within the next two weeks.

**Bylaws Committee**

**Background:** Bylaws committee has been working since September 2015 to organize, remove, and create bylaws that reflect a program-sized church. Tonight’s discussion is a follow-up to the August 16 board bylaws meeting.

**Discussion:** Larry Price asked for further clarification of specific bylaws before next meeting with committee.

**Authority of Fellowship questions:**

Who has authority to dismiss or replace board members?

**Motion:** Hickman moved that this authority be made explicit not implicit: Byrne seconded; unanimous approval.

What are the limits on initiative process that will avoid confusion over what to do?

**Motion:** Merrill moved that fellowship may dismiss any and all board members and change bylaws by amendment; Byrne seconded; unanimous approval

**Clauses Requiring Exercise of Authority question:**

How long does board have after bylaw is passed for policies supporting it to be ready?

**Motion:** Hickman moved that board have six months to complete mandatory policies; Merrill seconded; unanimous approval.

**Named Committees in Bylaws questions:**

Should mention of Membership Committee's role to nominate honorary members, and therefore defining Membership Committee as a Board Committee, be stricken from bylaws?

**Motion:** Hickman moved that describing Membership Committee as a required Board Committee, and mention of Membership Committee's role in nominating honorary members be removed from bylaws; Falkenrath seconded; unanimous approval.

Our history of evolving from Committee on Ministry to Shared Ministries, even though the existing bylaws describe us as using a Committee on Ministry model, brought up following question: Should Shared Ministries Committee which is still evolving be included in Bylaws, or described via Policy? Discussion still indicated strong support for the Shared Ministries model, but a desire to work through the details of this evolving function via Policies and in relationship with our minister, and not to overly constrain the details in our bylaws.

**Motion:** Howard moved that Shared Ministries Committee be excluded from explicit mention in bylaws; Merrill seconded; unanimous approval.

**Understandability of Board Process question:**

The meaning of policy, resolutions, and rules were still unclear to board. Could this area be reworked for more clarification of meaning?

**Motion:** Howard moved that this area be made more understandable by rewording this board process; Byrne seconded; unanimous approval.

**Reference Document:** [bylaws discussion sept 8 2016 decisions, Proposed Bylaws for Aug 16 2016 board](#)

Adjourn: 9:22 PM

**Next Board meeting:** October 13, 2016, 6:00 PM Conference Room