

Unitarian Society of New Haven
DRAFT Minutes of the Meeting of the Board of Trustees
January 13, 2022, Via Zoom

Board Members Present:

President - Emily McCave	Becky Reeve
Vice President - David Jones	Tina Santoni
Clerk - Aimee Cotton Bogush	Rich Stockton
Treasurer - Larry Copes (left at 7:02 p.m.)	Susan Trotta-Smith
Bernice Marie-Daly	

Others Present:

Rev. Lindasusan and David Stagg from Management Team (MT), Bobbi Pace from MT and MELD, and Nancy Apfel (arrived 7:09 p.m, left 7:36 p.m.), and Cindy Chelcun (arrived 7:11 p.m., left 7:36 p.m.) from MELD.

1. Gather & Chalice Lighting

The meeting was called to order at 6:34 p.m. and the chalice was lit. The covenant was read and check in took place.

2. Future Planning

Financial Roles and Responsibilities Ad Hoc Committee – Larry (report attached)

Clarified the recommendation that the treasurer attend quarterly meetings or when requested. Discussion took place regarding budgetary approval residing with the Board, rather than the congregation; a model in many other congregations. MT and the Finance are in full agreement with the recommendations. A plan would be needed for communicating to the congregation so they don't feel they are excluded from approving the budget. This is the Committee's recommendation, it is up to the Board to decide what to do. Additionally, it is recommended the Board review the appropriate accountability of and charge to the Endowment & Legacies Committee.

Discussion followed. It was decided the Board will consider the implications of adopting the recommendations at the February Board meeting.

Emily moved and Rich seconded that the Ad Hoc Committee on Financial Roles and Responsibilities be dissolved.

Gratitude for their hard work was expressed.

The motion passed unanimously.

Larry will attend the next Board meeting to give the quarterly report.

3. FY 22-23 Budget Priorities - David Stagg and Emily

MT is asking the Board for funding priorities as they undertake the budgetary planning process. Last year the priorities were COLA raises to the staff, giving the full amount USNH committed to CONECT, paying increased dues to the UUA, and supporting the Waverly program. David explained that this year is going to be challenging; \$60,000 is coming out of gifts and donations to balance the budget - leaving \$30,000. Quotes for roofing and siding are putting pressure on the operating budget. A capital improvement campaign may be needed to fund the roof and siding repairs.

Discussion took place and it was decided that the Board's funding priorities in order are continuing COLA raises for personnel, supporting Waverly and CONECT (tied to the 8th Principle and racial justice), and paying dues to the UUA.

It was noted that the 8th Principle Working Group and the Antiracism Task Force might merge. This could provide Council of Chairs funds to provide programming for the congregation.

4. Meaningful Engagement, Leadership Development (MELD) Group Presentation – Bobbie Pace, Cindy Chelcun, Nancy Apfel

It was noted that Dan Gelprin and Becky Friedkin are also members of the group. Bobbi, Cindy, and Nancy presented on the work of the MELD group.

We believe a religious community has a responsibility to identify, affirm, and celebrate the genius of each of its members, as well as to receive those gifts and help members discern where those gifts could be delivered. While not everyone in a congregation is called to serve in a leadership role in a congregation, everyone is called to Spiritual Leadership. **All** church work therefore can be approached as opportunities for spiritual growth, community building, and mission fulfillment. The group wants to help individuals find ways to participate that are gratifying, recognize their gifts, and bring them joy. We can't promote the inherent dignity of anyone without centering and accepting their gifts to build, maintain, and restore the community.

The protocol to help discern gifts was shared and the Board was asked to take part in a session. Feedback and questions are welcome and should be directed to meld@usnh.org.

5. Retreat Date Selection and Topic Discussion – Emily

It was decided to have one retreat for the 2021-2022 Board Year. It will be a virtual meeting on March 5, 9:30 a.m. - 1:30 p.m. Board members assisting the officers in planning are Bernice, Tina, and Becky. The business to be taken up at the retreat includes a review of the Ends Statements using the lens of the 8th Principle, a review of the bylaws, and participation in the MELD protocol as requested. Bobbi will communicate an invitation to MELD.

(A short break was taken.)

6. Minister's Report –Rev. Lindasusan (attached)

The staff is working on the annual recertification of the congregation with the UUA.

Rev. Lindasusan asked that there be consideration of closing USNH the week between Christmas and New Year's Day (remaining open on the Sundays). Discussion took place. Bobbi reported that the Personnel Committee has already taken this under advisement and is strategizing how it will work; the plan is for 2022 to be an experimental year and if it goes smoothly, to make it official. The final decision will be made shortly after 1/1/23 to avoid unnecessary uncertainty for the staff.

Rev. Lindasusan is pleased to see the Board's plan for applying the 8th Principle. The Council of Chairs will also be taking it up at their February meeting.

7. Closing

The minutes from Dec. 9, 2021 Board Meeting were unanimously approved and the minutes from the Dec. 12, 2021 Congregational Meeting were unanimously accepted.

Process Observations – Rich

It was a good meeting that ran right on time. The financial discussion got people involved and it was good to not go any further; a good example of following the right timing and not to rush something.

Reminder: Board meetings will return to Thursdays.

Adjournment

The meeting was adjourned at 8:28 p.m.

Respectfully submitted,

Aimee Cotton Bogush, Clerk

Report to the Board from the Ad-Hoc Committee on Financial Roles and Responsibilities January, 2022

Charge to the Ad-Hoc Committee

On 14 January 2021, the USNH Board passed the following motion:

The Board appoints an ad-hoc committee to study, evaluate, and make recommendations to the Board to define:

- *the specific and appropriate financial roles and responsibilities of the USNH Treasurer, Finance Committee, Management Team, Board of Trustees and other relevant participants in financial matters;*
- *the accountability relationships among the above entities regarding finances; and*
- *the appropriate financial reporting to the Board of Trustees.*

The committee will be chaired by the Treasurer, Larry Copes. Other members will include Clerk Becky Friedkin, chair of Finance Terry Durham and Finance Committee member Kathy Garner, and David Stagg and Rev. Lindasusan Ulrich of the Management Team.

The Board affirms that, under Policy Governance, the Treasurer s role is primarily oversight rather than day-to-day operational activities. This should guide the committee s work.

If needed, the ad-hoc committee may extend its work beyond this congregational year. However, the Committee will report to the Board as appropriate and no later than its April 8 meeting, so that the Board can update the congregation at the 2021 spring annual meeting.

Work of the Committee

The Committee reviewed existing documents and consulted with staff to arrive at a comprehensive spreadsheet of financial roles and responsibilities. This list grew to include more than 70 items. The Inventory allowed us to verify that each crucial financial task is checked by at least two people.

Becky then led us in using this Inventory to bring the relevant Standard Operating Procedure (SOP-13, at <https://www.usnh.org/about-us/usnh-archives/operational-policies-and-procedures/>) in line with current practice. Section 4.0 of this record is a snapshot of the Inventory. The Finance Committee will coordinate an annual review of this “living document” to ensure its continued accuracy.

The Inventory is also available separately at [this link](#). Here it is in the form of a spreadsheet that can be organized by task as well as in other ways. We believe that this spreadsheet will be useful to orient those who, in the future, become engaged in the financial operations of USNH.

During our process, the Committee came up with a number of recommendations for the Board to consider.

Report to the Board from the Ad-Hoc Committee on Financial Roles and Responsibilities January, 2022

Recommended Reporting to the Board

Monthly reporting to the Board should primarily be limited to any areas of financial concern on the part of the Management Team or Treasurer. All Profit & Loss statements are regularly posted to the Board Google site (<https://sites.google.com/a/usnh.org/board/financial-reports>), which is available to all Board members.

The Treasurer should report more comprehensively to the Board when **quarterly** reports are available. These reports should be shared with the Finance Committee and the Management Team and should include:

- review of the Profit and Loss Statement;
- an analysis of cash flow; and
- analysis of the Balance Sheet

We also recommend that the Management Team develop a set of financial ratios to monitor the overall fiscal health of the organization. These should be part of the Treasurer's report semi-annually or annually. In fact, we recommend that the Management Team develop a "dashboard" of metrics, both financial and non-financial, to monitor the overall health of the congregation.

The Endowment and Legacies Committee should report to the Board annually. This report should include year-over-year data, over time, possibly including:

- total value of the Endowment and value by investment fund;
- remaining balance and pay off terms of any loans to the congregation;
- annual rates of change for the endowment;
- rates of annual change in the CPI and the S&P 500;
- five- and ten-year aggregate rates of change for the above;
- summary of Endowment and Legacy contributions since the previous report; and
- an explanation of investment strategies.

Additional Recommendations

Other than for regular reporting or discussion of extenuating financial circumstances, the Treasurer need not attend meetings of officers or the Board, unless requested or out of personal interest. (We found no compelling reason, however, to change the Bylaws to remove the position of Treasurer from being an officer and a Board member.)

The Board should reconsider the practice of congregational approval of the operating and capital budgets. Perhaps final budgetary approval should rest with the Board, given its ultimate responsibility for "assets and business."

The Board should review the appropriate accountability of and charge to the Endowment & Legacies Committee. Accountability to the Congregation is weak to non-existent. The Board should also lead a congregational examination of the desired purpose(s) of the Endowment. The

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recommended reporting by the Endowment and Legacies Committee to the Board is one step in clarifying accountability of the Committee.

Respectfully submitted,

Larry Copes, Treasurer and Committee Chair

Becky Friedkin, past Clerk

Terry Durham, Chair, Finance Committee

Kathy Garner, former Finance Committee member and former Treasurer

David Stagg, Management Team

Rev. Lindasusan Ulrich, Management Team



Minister's Report to the Board of Trustees

January 13, 2022

What do you notice?

- I'm excited that conversations around the 8th Principle haven't ended following the congregational vote to adopt on December 12, 2021. In particular, at the next Council of Chairs meeting, each group will be asked to prepare a plan for how they'll implement the 8th Principle in their work, to be shared with the CoC at its spring 2022 meeting.
- Despite the last minute change to an outdoor service, Christmas Eve was well attended (approximately 40 people) and well appreciated. Special thanks to Jesse Greist for suggesting we move the service outside, as well as for going above and beyond on the logistics. (To ensure that no one gets caught with an extra share of logistics going forward, the staff will review upcoming events at our weekly huddles and make plans for setup and clean-up in advance.)
- Although the current COVID surge has meant we've returned to virtual-only services at least through January, I wanted to note that the vaccination requirement for in-person worship met with widespread cooperation and appreciation. I'm proud of USNH for prioritizing safety the congregation's collective safety, and grateful to the volunteers who helped enact the policy on Sundays.
- The recent New to UU class included nine attendees/potential members. (A tenth person was scheduled to come but had to send last-minute regrets.) I find this very encouraging! People were engaged with the material and enjoyed the opportunity to talk with each other in breakout rooms.
- I'm excited to launch an informal monthly gathering on 2nd Sundays for congregants who identify as BIPOC (Black, indigenous, people of color). I'd originally intended to begin January 9, but due to COVID, postponed the start until February 13. The goal is to build a sense of community among BIPOC folks at USNH and to make clear a sense of welcome to BIPOC newcomers.

Do you have questions?

- Once a year, the UUA asks congregations to submit certification data. Jamie coordinates this effort, with input from staff and volunteers as needed. One of the sections assigned to me includes demographic data about the congregation. To that end, does anyone on the Board identify as BIPOC?

What do you need?

- I'd like the Board to consider closing USNH between Christmas and New Year's, except for Sunday services. This would give staff and key volunteers some extended down time following an especially busy season for the congregation. The added time off would be an increase in benefits for employees, but one with minimal financial impact. I know of other UU congregations that follow this practice (some officially, some informally); the UUA and the UU Ministers Association close for two weeks. Thankfully, the Board has plenty of time to consider this idea before needing to make a decision for 2022.

Anything else?

- From January 31 to February 4, I will be out of town for the UUMA CENTER Institute for the Learning Ministry, a ministerial conference that takes place every three years.
- Other upcoming conferences:
 - * April 4-7 (in person) — Finding Our Way Home, for UU religious professionals of color
 - * May 10-15 (virtual) — SDI Engage conference, for spiritual directors
 - * May 16-20 (virtual) — Festival of Homiletics, for preachers

NOTE: I expect I'll still have some availability to USNH — especially for pastoral needs — during the conferences in May, which happen to fall back-to-back.