

**Community Church of Chapel Hill Unitarian Universalist
Board Meeting Minutes
November 10, 2015**

Attending:	Cathy Cole	Mary Hulett	Peter Bird
	Ginger Long	Mike Vann	Laurence Kirseh
	Kathy Hodges	Bill Poteat	Bill Rote
	Thom Belote	Dan Hill	Richard Edwards
Guests:	Maura Holt-Ling		

1. Welcome

a. Chalice Lighting/Reading—Kathy Hodges opened the Board Meeting with a meditation on gratitude.

b. Sharing

2. Consent Agenda

a. November Agenda—

Peter Bird made a motion to approve the November agenda as written.

Mary Hulett seconded the motion.

All in favor with none opposing.

b. October Minutes – minutes were sent out just in advance of the meeting. Two revisions were offered by Bill Poteat.

Bill Poteat made a motion to accept the October minutes as amended.

Bill Rote seconded the motion.

All in favor with none opposing.

3. Minister's Report – Reviewed the Minister's Report provided in advance to the Board. Highlighted adult spiritual education course beginning in January—Thom made a request that Board Members review the curriculum to attend one or more of the sessions. Also discussed staff recognition/annual gift request.

Mary Hulett made a motion that the Board approve a staff recognition expenditure to the staff from the Board at an amount not to exceed \$20 per staff member. Confirmed expenses to come from Board budget.

Cathy Cole seconded the motion.

All in favor with none opposing.

4. Capital Fund – Cathy confirmed, as a follow up from the August meeting, to the Board that a Capital Fund has been set up with approximately \$1100 currently in the fund.

5. Memorial Rock Task Force Report – Reviewed suggestions from the Memorial Rock Task Force. Discussed recommendation regarding a separate book with names of persons whose ashes have been scattered at Memorial Rock to be kept in the sanctuary and

whether a book or a more permanent memorial such as a plaque would be better. Also discussed ongoing responsibility for the Memorial Rock area. Suggested Thom opening conversation with the task force to talk about making this the responsibility of a ministry, rather than be a Board task. Also discussed whether policies regarding inclusion have already been decided, and the implications of the document in relation to the church's strategic plan. Will table pending further discussion and revisit at next meeting. Cathy mentioned that she will be sending a letter to the task force thanking them for their dedication and work for the Church in this capacity.

Mary Hulett made a motion to dissolve the task force and henceforth the responsibility will be a part of a ministry to be established by Thom.

Bill Poteat seconded the motion.

All in favor with none opposing.

6. Negotiating Task Force Charter – Bill Poteat presented a charter for the group negotiating with the Chapel Hill Community Preschool.

Bill Poteat made a motion to accept the charter as written and presented to the Board (appended).

Mary Hulett seconded the motion.

Discussed that we already have a negotiating committee, and suggested that existing members be recognized and relieved of their responsibilities.

All in favor with none opposed.

7. Stewardship Consultant Contract – Bill Poteat shared the proposal from the consultant, and suggested that the Board accept the contract as written, which includes \$5000 of contracted expenses which were not previously budgeted. Reviewed the deliverables of the stewardship consultant to be expected. Also clarified that this contract would not extend to support of the capital campaign.

Bill Poteat moved that we accept the engagement with the consultant, and that we approve the \$5000 expenditure as proposed.

Bill Rote seconded the motion.

Discussed the timeline for activity, which will be concurrent with the annual stewardship campaign. Also discussed where in the budget this would be attributed, or whether the Minister would be tasked with adjusting expenses to keep the budget in line. Thom offered to bring different options to the Board before the next meeting. Suggested that we approve \$1000 to begin the process, and hold the authorization of the additional \$4000 pending review of required expense reductions.

Bill modified his motion to say that we accept part one of the engagement with the consultant, totaling \$1000, and that we defer approval of part two, totaling \$4000, until budget implications can be assessed and approved.

Peter seconded the amendment.

Discussed whether we have sufficient time to wait for the next board meeting, based upon the timelines of the stewardship campaign. Discussed that the initial eight hours was intended to carry through the end of the calendar year.

All in favor with none opposing.

8. Policy Book Changes – reviewed with Board members all suggested changes to policy book requiring further discussion.

Bill Poteat moved to approve motions M12, N01, M21, and M24 as written.

Cathy Cole seconded the motion

All in favor with none opposed.

Bill Poteat moved that motion M15 be approved as written.

Mary Hulett seconded the motion.

All in favor with none opposed.

Motion M17. Discussed termination policies, specifically the authority imparted to the chief of staff. Discussed concerns around the level of prescriptive requirements and the risk that it entails if—in a small organization, in particular—we do not follow our own policies. Also discussed balancing need for transparency with the need for privacy.

Mary made a motion to amend the policy that the chief of staff will be responsible for the termination of employees.

Discussed concern around process and unilateral decision-making on the part of the minister as chief of staff.

Cathy Cole seconded the motion.

Discussed risk for the organization of having proscriptive policies, and that procedures which are intended to protect the organization could actually create greater risk from not following the procedures as laid out in policy. Reviewed suggestions around middle ground, and whether this provision is even necessary. Cathy called the motion to amend. Three in favor. Motion to amend does not carry.

Kathy Hodges made a motion to accept motion M17 as originally written.

Ginger seconded the motion.

Five in favor with four opposed (Peter, Cathy, Bill R and Mary opposed). Motion carries.

Motion M19 – discussed concern of deleting that the Committee on Ministry (CoM) would not report to the minister, but rather to the Board, and that we are allowing a sitting Board Member to be on the CoM. Policy requires that the Minister bring nominations for the CoM to the Board. Discussed concern around conflict of potentially supporting and evaluating/supervising the Minister.

Bill Poteat moved that we amend motion M19 so that the policies do not allow current Board Members to sit on the Committee on Ministry.

Mary Hulett seconded the motion as amended.

All in favor with none opposed.

9. CHCP Counter Proposal – we received a counter proposal from the CHCP in which the rent payment was within 85% of the original proposal. The amounts diverge further over time, however, and as such, are still being negotiated.

10. Town Halls to Discuss Preschool – Cathy presented a charter for the Chapel Hill Cooperative Preschool Task Force to plan and conduct the town halls for the

congregation. Mary suggested that Kathy Farinola, from the Communications Committee be a member of the task force. Suggested devising a method for polling the congregation about future association with the CHCP and remove references to negotiating terms. Also discussed the timelines for sharing discussions with the congregation and potential dates for town hall meetings.

Bill Poteat made a motion to accept the charter as amended (appended).

Kathy Hodges seconded the motion.

All in favor with none opposing.

Cathy has received input from a variety of sources regarding what should be included in the town halls, which are tentatively scheduled for January 17 and 24, 2016. Discussed level of detail required to explain the alternatives and long-term implications of the space expansion project, as well as the context for our space issues. Asked each Board member to provide their opinion of what is most important to present at the town halls.

Through a straw vote, the Board affirmed that it sees it as vital to our mission to provide more space for all of our religious education and adult programming needs. To adequately support our mission, we require more space for our programming to include all adult and youth religious education, not just Sunday morning, but all week long. Discussed focus of the upcoming town halls on the association with the preschool, rather than the specifics of any plan or expansion vision. Also discussed the mechanics of obtaining input and consensus.

11. Closing—The Meeting adjourned at 9 pm.

a. Process Observations

b. Action Items

- ##### **c. Closing Words** – Kathy Hodges closed the meeting with process observations and gratitude for the work of the board.

Negotiating Task Force

Mission

The Negotiating Task Force is established to continue the negotiations that are underway with the Chapel Hill Cooperative Preschool (CHCP) seeking to find a mutually advantageous financial agreement on terms under which the CHCP would locate its total operation at the Community Church campus.

Membership

The Negotiating Task Force shall initially be chaired by Bill Poteat, and also include Brad Kosiba and Laurence Kirsch as its members.

Duties

The Negotiating Task Force shall:

- review this charter and bring recommended changes to the Board at the December 2015 meeting;
- as soon as possible reinstate discussions with CHCP to identify and clarify differences between the two current negotiating positions;
- develop a revised Community Church proposal to be delivered to CHCP after discussion and approval of that proposal at the December 2015 Board meeting;
- analyze and report any future counter proposals from CHCP to the Board, seeking direction either to continue or to stop the negotiations.
- request and receive consulting assistance from uniquely qualified persons as necessary in the negotiations for no fee unless the Board approves:

Termination

The Task Force will be dissolved when the Board declares that the negotiations are concluded.

Chapel Hill Cooperative Preschool Task Force (CHCP)

Mission

The mission of the CHCP Task Force is twofold:

- To impartially inform the congregation of the impact of CHCP's request to consolidate its two locations into one location at our church, which will require that additional space be built to accommodate the consolidated preschool.
- To ascertain if the congregation supports such a CHCP expansion and the negotiated plan to do so.

Membership

The CHCP Task Force shall be chaired by Cathy Cole and also include Paige Smith and Pete Bird as its members. Kathy Farinola will provide communications support.

Duties

The CHCP Task Force shall:

- Schedule and conduct at least two Town Halls to encourage maximum attendance by congregation members;
- Effectively publicize the Town Halls with advice and/or assistance from the Communications Committee;
- Prepare materials for presentation of the issues with advice and/or assistance from members of the Board, the Space Exploration Team, and the Negotiating Task Force;
- Ensure that knowledgeable members of the Space Exploration Team and the Negotiating Task Force are in attendance at both Town Halls to answer questions from the congregation; and
- Devise a method for polling the congregation about the church's future association with CHCP.

Termination

The Task Force will be dissolved after the congregation votes.