

**The Community Church of Chapel Hill Unitarian Universalist**  
**Minutes of Board Meeting of January 18, 2011<sup>1</sup>**

**Present:** Kari Andrade, Eleanor Armstrong, Mariana Fiorentino, Steve Marshall, Paige Smith, Maggie Scarborough, Jim Siplon, Josh Socolar, George Thompson, Bob Weston

**Absent:** Karen Abbotts, S.A.M. Brooks

**Ex Officio:** Maj-Britt Johnson, Scott Provan

**Visitors:** Barbara Chapman, Susan McDaniel, Susan Spalt

**Minutes:** Laurence Kirsch

Paige Smith called the meeting to order at 7:00 pm. Paige, the Board Member of the Month, read something fitting for the new year, a poem on serenity.

Paige announced her intention to have the Board spend the first ten minutes of each meeting checking in and sharing with each other. Going around the room, everyone shared current or recent personal experiences.

## **ANNOUNCEMENTS**

Paige Smith pointed out that the agenda for the Board retreat is in the packet. [It is also attached to these minutes.] She said that everyone should read the book *Serving With Grace* before the retreat.

Paige announced Laurence Kirsch's departure as Recording Secretary at the end of this month. Laurence said that he has been taking minutes since December 2007.

Jim Siplon asked about the process by which the Secretary, Treasurer, and Assistant Treasurer are selected. Paige said that the bylaws provide that they are to be elected by the Board every year, but that the bylaws will be changing.

## **BOARD LEARNING – GOVERNANCE**

### **1. Second Reading of Governance Policies**

The second reading of governance policies was part of the consent agenda. Barbara Chapman said that the Governance Task Force was withdrawing the following policies from consideration at this meeting: I.C.2 (Roles and Responsibilities of the BOD), I.C.3 (Board and Corporate Officers' Roles), I.C.5 (Board Committees and Task Forces), and I.C.6 (Board Monitoring). Maggie Scarborough explained that policies are being withdrawn because of problems with the

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<sup>1</sup> This meeting was originally scheduled for January 11, but was postponed due to an ice storm.

definitions of the roles of the Treasurer, Assistant Treasurer, and Finance Committee, among other things.

Jim Siplon asked for the Second Reading of Policies to be pulled off the consent agenda. The policies then became the first topic of the governance conversation.

Josh Socolar raised questions about the clause of I.C.1 (Board Governance) directs the Board to “avoid making decisions that address only a single situation.” The ensuing conversation between Susan McDaniel and Josh left Josh wondering about the definition of “single situation.” Jim proposed language that seemed to get general approval, which the Governance Task Force will adopt.

Jim suggested adding to I.C.1 a bullet about the Board making sure that staff and ministry should have the resources that they need to accomplish the tasks that the Board gives them. Kari Andrade said that this point should be elsewhere in the policies. There was debate about whether Jim’s suggestion should be placed here.

Barbara noted that Steve Marshall had comments on I.C.4 (Conflict of Interest). This led to discussion about the bullet instructing Board members to set aside personal preferences in making Board decisions. Jim expressed concern about the difficulty of making black and white distinctions between personal preferences and the good of the whole Congregation. Barbara expressed strong opposition to any change in this language. It was decided that Steve and Jim will give Barbara suggestions for revised language on this bullet. After some thought, Barbara said that Board can accept or reject any part of GTF’s proposal.

Regarding IV.C (Powers Reserved to the BOD), Maj-Britt Johnson pointed out that the agreement between the Minister and the church is a letter of agreement rather than a contract. Josh suggested that an annual review is not imperative, and that two- or three-year agreements should be acceptable. Barbara said that multi-year agreements raise the issues of new Board members not knowing what the arrangement is. Kari pointed out that the bylaws (Section 8.2b) require annual review of the terms of the agreement with the Minister.

Josh asked about V.B.2 (Board and Chief of Staff Evaluation). He wanted to know what these evaluations will look like and why the Chief of Staff should be burdened with this additional task. Barbara responded that this annual task could merely be a discussion.

Josh requested that the new policies include some sort of sidebar explanations (e.g., footnotes) that explain the rationales for certain provisions of the procedures. He pointed out that a future Board may not understand why certain procedures were adopted.

Bob Weston moved approval of the policies excluding those (I.C.2, I.C.3, I.C.5, and I.C.6) that the Governance Task Force withdrew from consideration. Steve seconded. Unanimously approved.

## **2. Board Titles**

Susan Spalt led a discussion on the naming of certain church leaders. She said that the Board Chair represents the congregation before the community, and that, unlike a business corporation, Board members have the congregation’s trust. She also said that, when she was Board Chair and needed to appear before the larger community, it felt better to be inadvertently called “President”

of the Congregation rather than Chair of the Board. Consequently, she would like titles changed to “Congregational President” and “Trustees.”

Kari Andrade said that this issue is part of the larger challenge of revising the bylaws. As example, she said that the revised bylaws might have a smaller number of Board members and might provide that the Chair be elected by the Board instead of by the congregation.

Maj-Britt said most UU congregations have Presidents. Paige said that the name would make a difference to her.

### **3. Trial Run**

Paige asked if the Board would like to talk about the trial run more during the retreat. Time did not permit further discussion at the present meeting.

### **CONSENT AGENDA**

The consent agenda consisted of the following items:

- For receipt:
  - Church Council Minutes
- For approval:
  - Appointment of Mary Hulett to the Endowment Committee
  - Services Auction Request
  - qUUilters Fundraiser Request
  - Music Committee Fundraiser Request
  - Treasurer Report
  - December Board Minutes

The qUUilters Fundraiser Request was approved by Executive Committee because of timing problem.

Kari Andrade moved approval of the Consent Agenda. Maggie Scarborough seconded. Unanimously approved.

Regarding the Services Auction Request, Jim asked about the Board’s policy for sending out information from the church to the wider community. Kari said that a committee should be responsible for publicity and communications.

### **PAST BUSINESS**

#### **1. Minister’s Report**

Maj-Britt Johnson announced that we now have \$218,654 in pledges, and imminently expect that to rise \$220,000. Bob Weston asked for some timeline to get closure on the list of people who

are members, to which Maj-Britt responded that staff has spent lots of time whittling the list down. She said that we now have 385 members, and there is still a chunk who are unpledged.

Josh Socolar stated his continuing concern that decisions not be based on pledge numbers because we might not get all money. Maj-Britt said that shrinkage is predictable. Scott Provan said that we get 95% of pledges, but then get new people who make up the missing 5%. Maj-Britt thinks that Religious Education will get us new members very soon. Paige Smith asked Scott to bring budget information (pledges vs. actual receipts) to Board retreat. Scott said that he would comply. He also said that the past two years have been unusual because of the recession, which affected both pledges and actual receipts.

Maj-Britt said that she is going to ask for staff increases that she thinks will grow the church in numbers and in depth. Kari Andrade asked for difference between 385 members and the 350 paying dues, why not pay on 350. Maj-Britt responded that the lower number has big implications because she's actually ministering to about 500 people including 200 kids and 90 friends.

Maj-Britt announced that Tifani Hencke has resigned effective at the end of January, though she is willing to work ten hours per week in February. She is preparing to move to Australia. Maj-Britt wants temporary person to replace Tifani for a few months until a permanent person can be found.

## **NEW BUSINESS**

### **1. Board Finance Committee**

Maj-Britt Johnson expressed confusion about the nature of collaboration between Board and staff on the budget. In Scott Provan's notes on the finance meeting of January 7, nothing looks like staff is being brought into strategic plan. Jim Siplon wants staff to tell the Board what the staff needs to do budgeting. Paige Smith said that we need to decide what we will do at retreat with respect to the budget.

Scott led a discussion of the budget and a prospective finance committee. He reviewed the committee meeting of January 7. Laurence said it is not realistic to have congregation revise the budget at the congregational meeting, and that the Board needs time to ask questions and receive answers from staff.

Mariana Fiorentino said that she wants a strong finance committee that includes representatives of all committees that have financial interests. She said that most important thing for retreat is to structure this committee.

Josh Socolar expressed concern about the timing of the budget process and whether the Board can ask questions at April meeting that could be resolved by May. Scott said that the Board should not micromanage staff's budget-making process.

Jim Siplon said that Board has a responsibility to give staff clear instructions. He also said that there need to be contingency budgets that have lower and higher receipts (5% and 10%) than the expectation, so that there is a plan to deal with the inevitable misforecasts of receipts. He also said that the Board needs to tell staff about the timing and the format of the information that staff will give to the Board. He further stated that the timing cash flow matters: to save staff from

being put into a tight position, the Board should let staff know its position about the timing of cash disbursement. Scott said that this is great issue for Board retreat.

Josh Socolar moved creation of an interim Financial Task Force, consisting of the group of people who met on January 7. This Task Force is charged with communicating with staff and bringing to the Board retreat recommendations for the budget process. Eleanor Armstrong seconded. Unanimously approved.

It was decided that a Board member should chair the Financial Task Force. Maggie Scarborough volunteered and was accepted for this role.

Scott said that the Board retreat should determine where the vision comes from. Paige responded that the Board will consider its vision of ministry at the retreat.

## 2. Visioning Process

Paige Smith tabled this item for lack of time. She asked Board members to email to her their ideas for the process (e.g., small group meetings) by which the Board should develop a vision. Jim Siplon said that the retreat should focus on the budget. Paige said that we need a strategic plan. Kari Andrade said that vision is needed before strategic plan. Josh Socolar said that the Board does need to devote some time to articulating its vision. Paige said that congregation needs to be involved in development of vision statement, and that Board can decide that whether this is a priority for this year.

Josh asked if Paige is open to receiving suggestions for topics of discussion at the retreat. Paige said that agenda is very full.

## ACTION ITEMS

ACTION	BY WHOM	DUE DATE
Draft Board Report for church newsletter	Paige	newsletter deadline
Lead an interim Financial Task Force to communicate with staff and bring to the Board retreat recommendations re: the budget process	Maggie	before January Retreat
Send Paige comments on the process for developing a Vision Statement	ALL	before January Retreat
Formulate and present a plan for preparing the Annual Report	Jim	Feb Board mtg
Send comments to GTF on ALL the material they presented at and prior to this meeting	ALL	Feb Board mtg

## ADJOURNMENT

Josh Socolar asked if meetings could be shifted back to 7:15 or 7:30 pm. Paige Smith said that this will be taken up at the retreat.

Paige read from a sufi mystic who said that mistakes can lead to the truth.

The Board retreat begins Friday, January 28 at 7 pm and Saturday, January 29, at 9 am.

The next regular Board meeting is Tuesday, February 8, at 7 pm.

The meeting adjourned at 9:27 pm.

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## DRAFT AGENDA FOR THE BOARD RETREAT

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- Saturday lunch will be provided by Mediterranean Deli.
- Please come early so we can begin on time.

### **Friday night : 7-9, Kirby Room**

Maj-Britt will lead us in a discussion of lay leadership as spiritual practice based on the book *Serving with Grace*. Please read before the retreat. She may send other information later to prepare us for this conversation.

### **Saturday: 9:30-3:30, Community Room**

1. Review and affirm a board covenant. Please read the current board covenant and congregational covenant in advance.
2. Open discussion of our vision of ministry for 2011-2012. This vision will help inform the budget. Maj-Britt will share her goals for ministry for 2011-2012
3. Review proposals for Board Finance Liaison Committee, treasurer and assistant treasurer
4. Review proposal for developing a vision statement
5. Finalize Board tasks/goals for the year and Board member roles and leadership responsibilities. (ongoing throughout meeting). Proposed tasks:
  - a. Develop a strategic plan and 5 year vision for ministry
  - b. Develop a vision statement
  - c. Develop a Board vision for ministry for 2011-2012
  - d. Develop plans for
    1. Communicating with the congregation/leaders about changes in procedures and policies during the transition year
    2. Monitoring and evaluate our ministry
    3. Evaluating the minister
    4. Evaluating the Chief of Staff
    5. Evaluating the board
6. Plan calendar for the year (ongoing throughout the meeting)

January 11, 2010

**TO:** C3HUU Board of Directors  
**FROM:** Governance Task Force  
**RE:** (1) Policies presented for second reading & affirmation (**on Consent Agenda**)  
(2) Susan Spalt's case for changing Chair to President & Directors to Trustees  
(3) DRAFT of considerations and activities leading up to THE TRIAL RUN

**Why “PRESIDENT” rather than “BOARD CHAIR”?**  
**&**  
**Why “BOARD OF TRUSTEES” rather than “BOARD OF DIRECTORS”?**  
**or**  
**A ROSE BY ANY OTHER NAME MIGHT BE A DAFFODIL**  
**by Susan Spalt**

When I was asked by church leaders to consider serving as board chair I asked the logical question—shouldn't the board elect its own chair.

Everyone smiled at me and said no. Despite my concern about this I accepted this responsibility and then learned that I was really serving more as congregation president than board chair. And I came to believe that this was a very good thing.

**WHY THE BOARD CHAIR IS REALLY A CONGREGATION PRESIDENT:** The chair is elected by the whole congregation and serves the congregation as an officer of the church (the other two are vice-chair and board-member-at-large).

The board chair has responsibilities that go beyond the board. The chair signs contracts, mortgages and can speak for the congregation at ceremonies and the like.

While it is an important job to chair the board, it is not the only job the chair has

**WHY BOARD MEMBERS SHOULD BE CALLED TRUSTEES:** And, because we are not a corporation, I think the board members should be called trustees. The word suggests that those of us who have served on the board have been entrusted to care for the affairs of the church.

Having a caring community of faith working to save the world run by a board of directors sounds a bit jarring. A president and a board of trustees sounds more like who we are.



# DRAFT

## THE TRIAL RUN BEGINS!

### GOALS OF TRIAL RUN

- To ensure that church leaders, especially Board members and staff, can experience the benefits and operation of the new governance structure
- To help Board members learn the skills needed to write policies
- To allow Board members and the GTF to work with other church leaders and staff to make necessary adjustments in the new governance structure prior to its formal adoption
- To work towards a successful permanent change

### GETTING READY: GTF TASKS

1. Review all affirmed policies for consistency and accuracy.
2. Make sure that roles, responsibilities, authority, accountability, and relationships are clearly specified.
3. Ask Dan Hotchkiss to assess status of Big Bowls (Governance, Discernment, Strategy, Management, and Oversight) to make sure enough policies are in place to make the trial real and to make sure that there are no glaring gaps
4. Write any policies identified that must be in place prior to February 2011.
5. Set up a structure for evaluation and tweaking of transition

### MAKING THE TRANSITION: BOARD AND GTF TASK

Prior to beginning the trial year the Board and the GTF must meet to make sure that there is a clear understanding of the purpose of governance change and what it involves.

### TASKS FOR THE BOARD

1. Articulate for itself a vision of governance including the reason for the change
2. Begin to work on vision of ministry and strategic plan
3. Define open questions which will lead to a vision of ministry, also known as priorities for the year
4. Learn to make discernment and mission the focus of its work

5. Align Hotchkiss's Goal Setting & Evaluation flow chart (*Governance and Ministry: Rethinking Board Leadership*, p.145) to the church calendar year.
6. Consider changing the size and name of the Board
7. Establish a three (3) member permanent Governance Committee consisting of two (2) Board members and one (1) at-large member, including a member of the current task force
8. Make sure the congregation has access to information about the new governance process

### **MINISTER'S TASKS**

1. Write procedures for policies that delegate responsibility to Chief of Staff
2. Become proficient at managing church budget
3. Be prepared to support the Board during the transition
4. Seek further education for her or himself as needed regarding the governance changes
5. Help interpret changes to congregation
6. Work with the Board and other church leaders to effectively integrate ministry and governance with working to meet the mission of the church
7. Lead the Church Council in the integration of ministries that are working to meet the mission of the church

### **STRATEGIES**

#### *January 2011*

Board meeting January 11 – Board Chair and GTF will lead Board in reviewing transition plan

Board retreat January 28-29: Consider visioning process, vision of ministry, board roles and responsibilities

#### **February 2011**

Board meeting February 8: discussions and review questions

#### *March 2011*

And so it begins!

Board Chair will ask Chief of Staff to arrange for the singing of the Alleluia chorus during every church service in March. Streamers and organic confetti optional

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## Church Council Minutes

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Church Council Minutes

Nov 16, 2010 @ Manse

In attendance:

B&G	Gary Giles	DC		SEA	Jean Genova
Board Rep		ECO	Cecilia Warshaw	Stewardship	
Caring		IT		W&A	Becky Waibel
Council Convener	Tifani Hencke	Membershi p		Youth Programming	
CRE	Becky Wilkes	Music			
CSM	Sue Brewer	Minister			
COM		P&J			

Chalice Lighting –Tifani

Council Learning – GTF Discussion –

Cecilia Warshaw presented policies that have been affirmed by the Board under the new Governance process. (Scan of these policies is attached.) The policies relate to management of the Church, and more specifically, care for its resources and powers reserved to the Board.

Regarding care for resources, the policies that have been affirmed cover the Church’s tax-exempt status, accounting processes, insurance, reserve funds, and document retention. Policies relating to an endowment fund and the benevolence fund are now before the Board for consideration.

Regarding powers reserved to the Board, the affirmed policies cover the Church’s incurrence of debt and its investments. A policy on budget and on restricted gifts are now before the Board for consideration.

■ Business Meeting:

1. Announcements:

- a. Nominations for volunteer recognition are to be submitted by Nov 28.

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## 2. Check-ins:

- a. B&G – Grounds work this past Saturday attracted eight volunteers to perform various tasks around the Church.
- b. ECO – ECO has under way the environmentally safe collection of unused medication.
- c. CRE – A camping trip to Hanging Rock in Oct was a great success. Upcoming events in Nov and Dec include a pie sale at the Church to raise funds, as well as an art auction in Dec and a trip to the Ackland Art Museum. On Nov 21 there will be a Share the Plate for foster children.
- d. CSM – Some 40 pairs of nonprescription reading glasses were collected for Project Homeless Connect of Orange County. The committee has also recruited a number of new members.
- e. SEA – Jean Genova reported on the several successful SEA events held this fall. Also, in Jan SEA will sponsor its Winter Session, with dinner, worship and an educational event on Thursday evenings. Sessions will be held on Jan 6, 13, 20 and 27. SEA is looking for committee members to help with sessions. To volunteer, email Jean at [jgenova@bellssouth.net](mailto:jgenova@bellssouth.net).
- f. W&A – The Day of Remembrance service generated much positive feedback. There will be many activities at the Church surrounding the holidays, including greening on Sat, Dec 4.

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**Governance Task Force Report: Second Reading of policies**

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**\*\*\*\*This is the second reading of these policies**

**(1) Please find attached the following policies for consideration at this month’s BOD meeting.**

The chart indicates what action the GTF is requesting of the BOD. Please,

(a) Prior to the January 11 meeting, read and consider the policies at the conceptual level

- How does this policy serve the mission of our church?
- How could the policy better serve the mission of our church?
- Are my questions those of policy or those of procedure?

(b) Discuss the policies at the January 11 BOD meeting. We ask that you consider

- Does my suggestion help this policy better serve the mission of the church?
- Is my question about policy or procedure?

(c) Take action, indicated in chart below, at the January 11 BOD meeting.

Policy	Status of Policy & Action Requested of BOD by GTF
	2 <sup>nd</sup> Reading/Affirmation
<b>Governance</b>	
Board Governance	X
Roles and Responsibilities of the BOD	X
Board and Corporate Officers’ Roles	X
Conflict of Interest	X
Board Committees and Task Forces	X
Board Monitoring	X
Board-Ministry Team Relationship	X
<b>Management</b>	
Raising of Funds Restricted to BOD	X
Senior Minister’s Contract	X
<b>Oversight</b>	
Board Monitoring Role	X

Chief of Staff Monitoring Role	X
Program Evaluation	X
Board & Chief of Staff Evaluation	X
Staff Evaluations	X
Senior Minister Performance Review	X

**(2) At the end of the policies you will find Susan Spalt’s write up of why the GTF feels we should change from “Board Chair” to “President” and from Board of “Directors” to Board of “Trustees”. Please read and consider.**

**(3) Finally, as per requested, the GTF has outlined what it feels are the necessary considerations, activities, and steps leading to the beginning of THE TRIAL YEAR. Please read and consider.**

**Thanks!**

# POLICIES ON GOVERNANCE

## I. GOVERNANCE

### C. Board Self-Governance

#### 1. Board Governance (as of 01 02 11)

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

The Board of Director's focus shall be on the long-term mission and well-being of the Congregation. ~~rather than on administrative detail.~~ It shall respect the distinction between board governance and ministry and shall avoid making decisions that address only a single situation. The Board intends to govern primarily by:

- Discerning and articulating the Congregation's mission and vision of ministry,
- Setting goals and making strategic choices,
- Executing financial oversight to meet its financial fiduciary responsibility to the Congregation,
- Creating written policies to guide the Congregation's ministry, and
- Monitoring and evaluating the Congregation's leadership, including itself.
- [See also: Policies on Management, IV. Management, E. Care for Staff, 5. Grievance & 8. Non-Discrimination, Equal Opportunity]

#### 2. Roles and Responsibilities of the BOD (as of 01 02 11)

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

The job of the Board is to represent and lead the Congregation in determining and monitoring appropriate organizational performance. In this spirit, the Board shall:

- In conversation with the Congregation and the Ministry Team, discern and communicate the mission and vision of the church.

- Engage in continuous strategic planning practices to discern, develop, and communicate strategic direction and define initiatives to assist the Congregation to live its mission and achieve its vision.
- Create and communicate the Church's Annual Vision of Ministry.
- Develop continuous practices, as set forth more completely in Section V. Board Monitoring, to monitor the Church's success in living its mission and achieving the goals established in the Annual Vision of Ministry.
- Continuously monitor the Church's financial condition and intervene as necessary to assure the Church is solvent and that its assets are protected.
- Direct and inspire the organization through the careful establishment of broad written policies reflecting the Congregation's values, mission, and vision.
  - The Board's primary focus shall be on the long-term effects that the Church has on the lives of the Congregation, the community, and the wider world, rather than on the administrative means of attaining those effects.
  - No board action shall be considered a Policy unless it is incorporated into these Board Policies.
  - The Board shall actively solicit Congregational input in developing policies.
- Develop practices and procedures that specify how the Board conducts its own business. Accordingly, the Board and its individual Directors commit themselves to:
  - Prudent, ethical, and lawful conduct that is consistent with the Church's Unitarian Universalist principles.
  - Enforce upon itself whatever discipline is needed to govern with excellence. The Board shall regularly discuss its governance progress and performance to discover how it may improve.
  - Create a Board communication process that keeps all Directors informed and does not disadvantage any Director.

~~• Create a Board Covenant that will form a part of these Board Policies. The Board will review its covenant at least annually and update it as needed.~~

### 3. Board and Corporate Officers' Roles (as of 01 02 11)

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

- **The Board President, Vice President, Past President, and Member-At-Large are officers of the church.** [note that in the by-laws now the officers are the **President, Vice President and Member-at-Large; past president is not**]
- The job of the Board **President** (hereafter the **President**) is to assure the integrity of the Board's process. The **President** or her/his designated representative is the only person authorized to speak for the Board.



- The President ensures that the Board behaves consistently with the Church's governing documents, these policies, and those requirements legitimately imposed upon it from outside the organization.
- The authority of the President consists of making any decision on behalf of the Board that falls within or is consistent with Board policies on governance process and the relationship between the Board and the Ministry team.
- The President or designated representative is empowered to chair Board meetings with all the commonly accepted powers of that position (e.g. ruling, recognizing, etc).
- The Board retains sole authority to define leadership limitations and therefore the President's authority does not extend to making decisions delegated to others in these Policies or waiving leadership limitations.
- The President's authority does not extend to supervising, interpreting Board policies for, or otherwise directing the Ministry Team. However, nothing in this policy is intended to interfere with mutual interaction about individual understandings of policies.
- The job of the Vice President is to serve on the Board of Directors and to prepare to serve as the President. In the absence of the President (whether temporary or permanent), the Vice President shall assume all of the duties of the President.
- The job of the Past President is to serve on the Board of Directors and to advise and assist the President and Vice President in carrying out their duties.
- The President will annually appoint, subject to confirmation of the Board, a member of the Congregation to serve as the Secretary of the Board. The job of the Secretary is to assure the integrity of the Board's record. The Secretary is responsible for ensuring recording and distribution of accurate minutes of Board and Congregational meetings. **The Secretary will serve until resignation, replacement, or removal.**
- The President will annually appoint, subject to confirmation of the Board, a member of the Congregation to serve as the Treasurer of the Church. ~~The Treasurer will be a corporate officer of the church, but not a member of the Board of Directors.~~ The job of the Treasurer is to fulfill the statutory and corporate requirements of the position, **and also** to support the Board's responsibility for financial oversight, **and as well as** supporting the Chief of Staff in financial administration. The Treasurer will serve until resignation, replacement, or removal. The Treasurer shall also be the chair of the Board's Financial Liaison Committee.
- **The Board shall annually elect a board member to act as Board-Member-At-Large for the Executive Committee. The Board-Member-At-Large shall serve a term of one year and shall be eligible for re-election for not more than one additional year. The Member-At-Large shall be an officer of the church.**
- **In the event that one of the officers of the church is unable to complete the term of office, the Board shall elect a replacement from among its members to serve until the next regularly scheduled Board election.**

#### **4. Conflict of Interest (as of 01 02 11)**

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

Directors shall carry out their duties with undivided loyalty to the Congregation and its mission. A conflict of interest exists whenever a Director or a close relative of a Director has interests or duties that interfere with the Director's duty of loyalty to the Church and its principles. The conflicting interest may be financial, moral, political, theological, or otherwise.

- Conflicts of interest arise when a Director:
  - Stands to gain or lose because of a Board action.
  - Has a fiduciary duty or close personal or business relationship to any person or corporation that stands to gain or lose because of a Board action.
  - Holds a substantial property interest in a corporation or business, or serves as an officer or board member of another organization that stands to gain or lose because of a Board action.
  - Cannot set aside his or her personal preferences as an individual consumer of the Congregation's services to vote on behalf of the whole Congregation and its mission.
  - Faces any other situation that creates or appears to create divided or conflicting loyalties.
- The Board shall annually require its Directors to disclose in writing all existing or foreseeable conflicts of interest. Disclosures shall be kept by the Board Chair and made available to any member of the Congregation who requests to see them.
- ~~If an item of business arises in which any Director reports that a conflict of interest may exist, the effected Director may withdraw or ask the Board for guidance. In the latter case, the Board (minus the effected parties) shall determine how to handle the situation. Depending on the seriousness of the conflict, possible actions include:~~
  - ~~Disclosure: A supplemental disclosure form shall be filed by the affected Director, who may then continue to participate and vote as usual.~~
  - ~~Recusal: The Director shall disclose the conflict and withdraw from the meeting while the item is under discussion or voted on.~~
  - ~~Resignation: The Director shall resign from the Board.~~
- If an issue is to be decided by the Board that involves potential conflict of interest for a Board Member, it is the responsibility of the Board Member to:
  - Identify the potential conflict of interest.
  - Not participate in discussion of the program or motion being considered.
  - Not vote on the issue.

- **It is the responsibility of the Board to record in the minutes of the Board meeting the potential conflict of interest, and the use of the procedures and criteria of this policy.**
- **[See also: Policies on Governance, I. Governance, C. Board Self-Governance, 8. Discipline and Removal of Board Members]**

## **5. Board Committees & Task Forces (as of 01 02 11)**

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

The Board may establish Committees to help it carry out its responsibilities. At the Board's direction, Committees may operate as standing (committees) or time-limited (task forces) bodies. Unless otherwise stated, a Committee will cease to exist as soon as its task is completed.

- The Board, as a whole, will clearly direct Committees by outlining specific written objectives, restrictions, and a time frame for completing its work.
- Initially, the Board shall establish the following Committees:
  - A standing Governance Committee responsible for assisting the Board to be the best and most productive Board possible. Its duties include
    - Maintaining accurate job descriptions for the Board,
    - Leading the annual training session for new Directors,
    - Facilitating an annual review of the Board Covenant,
    - Organizing the Board's annual evaluation of itself, and
    - Other appropriate process monitoring and improvement.
  - A standing Financial Liaison Committee that maintains close contact with the financial arm of the Ministry Team to assure that the Board performs its duty to provide financial oversight. Its duties include assuring that Directors are well informed of the Church's financial status and of the processes in place to protect the Church's property.
  - ~~A Benevolence Fund Committee???~~ ~~of the board or of the Ministry Team~~
  - **A Nominating Committee**
- Board Committees may not speak or act for the Board except when formally given such authority by Board action for specific and time-limited purposes.

## **6. Board Monitoring (as of 12 03 10)**

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

The staff, ministry teams, committees, and Board shall engage in a continual process of monitoring and evaluation. The purposes to be accomplished through monitoring and evaluation are to foster excellence in ministry work by encouraging open communication and regular feedback among all whose work contributes to achieving the Church's mission, to help the Church to focus on its goals as adopted by the board, and to ensure that all Church leaders adhere closely to Board policies.

- The Chief of Staff (a.k.a. Ministry Team Leader) shall be responsible for regular written reports from the Ministry Team to the Board. Reports shall focus on progress on priorities, set by the Board through the Annual Vision of Ministry, and on compliance with Board policy.
- Financial reports shall show overall financial performance compared to budget and highlight significant financial or operational issues. Financial statements shall be filed and made available to any Congregation member wishing to examine them.
- The Board shall call upon the Ministry Team on a planned basis throughout the year to report more fully on the Church's work in a given area, and to contribute, expertise, information, and leadership. The purpose of these reports is to support the Board's learning and reflection on major areas of the Church's mission, such as worship, religious education, social justice, membership development, community outreach, and stewardship of Congregational property and wealth.
- From time to time, the Board may inquire into specific questions of policy compliance, organizational concerns, or other serious issues by appointing a committee or outside consultant to assess some aspect of Church program or organizational functioning.

## **7. Board-Ministry Team Relationship (as of 01 02 11)**

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

The relationship between the Board of Directors, which sets policy, and the Ministry Team, which determine means and manages Church operations, is defined here. The Board's official connection to the Ministry Team, its achievements is through the Ministry Team Leader (Chief of Staff).

- Only decisions of the Board acting as a body are binding on the Ministry Team Leader.
- All Board authority delegated to the Ministry Team is delegated through the Ministry Team Leader so all the authority and accountability of the Ministry Team, as

far as the Board is concerned, is considered to be the authority and accountability of the Ministry Team Leader.

- The Board will instruct the Ministry Team Leader through written policies allowing the Ministry Team Leader to use any reasonable interpretation of these policies.
- At least annually, the Board **and the Ministry Team Leader will review and discuss their working relationship. ~~shall evaluate the Ministry Team Leader's performance and the Ministry Team Leader shall evaluate the Board's performance. The performance evaluation of all other members of the Ministry Team shall be conducted by the Ministry Team Leader or a supervisor designated by the Ministry Team Leader. Note that there are more specifics in the Care for Staff policies and Personnel Manual.~~**
- The Board is responsible for monitoring Ministry Team performance. ~~in a systematic and rigorous manner.~~ Performance will be **measured monitored** to determine the extent to which:
  - The Church's mission and Annual Vision of Ministry goals are being met.
  - The Ministry Team operates within the boundaries set by Board policies.

# POLICIES ON MANAGEMENT

## COMMUNITY CHURCH OF CHAPEL HILL UNITARIAN UNIVERSALIST (GOVERNANCE TASK FORCE WORK IN PROGRESS)

### IV. MANAGEMENT

#### A. Delegation to Staff

##### **6. Raising of Funds Restricted to the Board of Directors (as of 01 02 11)**

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

The Board of Directors retains the authority and is responsible for the raising of funds ~~that~~ **except as otherwise delegated in the Fundraising policy.**

- ~~• Are critical to the mission the church~~
- ~~• Involve the entire congregation~~
- ~~• Involve many components of church ministry and governance~~
- ~~• Are on-going~~

Such fundraising endeavors include, but are not limited to Share the Plate, Stewardship, and Capital Campaigns. **[See also: Policies on Governance, I. Governance, C. Board Self-Governance, 2. Roles and Responsibilities of the BOD]**

#### C. Powers Reserved to the BOD

##### **2. Senior Minister's Salary Contract (as of 01 02 11)**

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

~~Only~~ The Board of Directors ~~may~~ **shall** approve the **Senior Minister's** contract, including ~~all~~ compensation. **The contract, including compensation, will be reviewed annually.**

# POLICIES ON OVERSIGHT

## COMMUNITY CHURCH OF CHAPEL HILL UNITARIAN UNIVERSALIST (GOVERNANCE TASK FORCE WORK IN PROGRESS)

### V. OVERSIGHT

#### A. Monitoring

##### 1. Board Monitoring Role (as of 12 09 10)

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

The Board of Directors is responsible for ensuring that the staff, ministry teams, committees, and the Board itself engage in a continual process of monitoring and evaluation. The purposes to be accomplished through monitoring and evaluation are to:

- Foster excellence in ministry work by encouraging open communication and regular feedback among all whose work contributes to achieving the church's mission,
- Help the Church to focus on its goals as adopted by the Board, and
- Ensure that all church leaders adhere closely to board policy.

##### 2. Chief of Staff Monitoring Role (as of 01 02 11)

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

The Chief of Staff shall be responsible for regular written reports from the staff to the board. Reports shall focus on progress on priorities, as set forth in the Annual Vision of Ministry, and on compliance with board policy.

- Financial reports shall show overall financial performance compared to budget and highlight significant financial or operational issues. Financial statements shall be made available to any congregation member who wishes to examine them.
- The Board may request detailed reports on the church's work in a given area.



- From time to time, the Board may inquire into specific questions of policy compliance, organizational concerns, or other issues by appointing a committee or outside consultant to assess some aspect of church program or organizational functioning.
- The Board is responsible for ensuring that an annual audit is conducted of the church's financial records and a written report issued **to the Board**. If it is not possible to engage a qualified, outside professional for the audit, the auditor/s shall not be church staff or church members with financial roles.

## **B. Evaluation**

### **1. Program Evaluation (as of 12 09 10)**

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

As part of discerning the Annual Vision of Ministry, the Board and Chief of Staff shall review progress on the prior year's Annual Vision of Ministry and related goals.

### **2. Board and Chief of Staff Evaluation (as of 12 09 10)**

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

At least once a year, Board members and the Chief of Staff shall evaluate their own and one another's contributions to the church's mission.

### **3. Staff Evaluations (as of 12 09 10)**

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

The Chief of Staff shall be responsible for creating and carrying out an annual cycle of evaluation of staff as per Section IV of these policies. [See also: Policies on Management, IV. Management, E. Care for Staff, 3. Evaluation of Staff]

#### **4. Senior Minister Performance Review (as of 01 02 11)**

Date of First Reading: December 14, 2010

Date Affirmed:

Date Adopted:

Suggested Date of Review:

Newly called Senior Ministers shall be reviewed annually for the first two years of their ministry at the Church. Thereon, the Senior Minister shall be reviewed ~~triennially~~ **biennially**.

The goals of the performance reviews are to:

- Call the congregation's attention to the mutual, relational nature of ministry and the respective responsibilities of all who contribute to its success;
- Support the Senior Minister to remain motivated, creative and flexible; and
- Equip the Senior Minister and Board to correct any problems and maintain an effective partnership in the future.

The Board and Senior Minister shall begin the process by mutually setting criteria for the first review to be performed. The criteria may include items such as mission, covenant with congregation, letter of call, annual vision of ministry goals (for years to be included in the review), strategic goals which may be appropriate, areas identified as needing strengthening per previous review, and goals that the Senior Minister shall set for her/himself.

The Board or its designee and the Senior Minister shall, at minimum, have a conversation about performance at the end of the first and second years. ~~To this~~ **Before** the end of the ~~third~~ **second** year, the Board and Senior Minister together shall appoint a review task force of three (3) persons held in high esteem and mutually acceptable to the Board and Senior Minister. The task force and the Senior Minister shall mutually agree upon a set of questions, based on criteria set the previous year and any other items about which both agree. The task force shall facilitate a review of the Senior Minister's performance, gathering data from the congregation and other sources, and producing a written report. The Board shall share the report, together with a written response from the Senior Minister, with the congregation.

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## Endowment Committee Request

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### Endowment Committee Request

Submitted by Kari Andrade, Endowment Committee Chair

At the congregational meeting in December 2010, we did not ask the congregation to vote the Endowment Committee's request for Mary Hulett to become a new member of the Endowment Committee (although it was on the agenda). This means that we now have a vacancy. According to the Endowment Committee by-laws:

*“in the event of a vacancy on the COMMITTEE, the Board shall appoint a member to fill the vacancy until the next annual meeting of the congregation, at which time the congregation shall elect a member to fulfill the term of the vacancy”*

**The Endowment Committee requests that the Board of Directors appoint Mary Hulett to fill the vacancy until the next Congregational Meeting (May 2011) at which time we will ask the congregation to vote on this issue.**

For your information, below is a longer excerpt from the Endowment Committee by-laws:

*The congregation shall elect five (5) members of the COMMITTEE: two (2) for a term of three (3) years; two (2) for a term of two (2) years; and one (1) for a term of one (1) year. **Thereafter, at each annual meeting, the congregation shall elect the necessary number for a term of three (3) years.** No member shall serve more than two consecutive three-year terms. After a lapse of one (1) year, former COMMITTEE members may be re-elected.*

*The Board of the congregation, or the congregation's Nominating Committee, shall nominate new members for the COMMITTEE and report at the annual congregational meeting in the same manner as for other offices and committees. In the event of a vacancy on the COMMITTEE, the Board shall appoint a member to fill the vacancy until the next annual meeting of the congregation, at which time the congregation shall elect a member to fulfill the term of the vacancy.*

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## Services Auction Fundraising Request

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*The 6-month budget includes \$10,000 in revenue from the annual Services Auction. This fundraising provides the first \$10,000 raised to go to the operating budget of the church.*

**January 5, 2011**

**TO:** Paige Smith, Chair CCCHUU Board of Directors  
**FROM:** Services Auction Co-chairs: Steve and Kim McNeary  
**RE:** 2011 Services Auction

Attached please find our fundraising request form for the 2011 Services Auction. The Services Auction has been an important fundraiser for the church for many years. Our vision for the 2011 services auction is that it will again be an important fundraiser as well as a significant fellowship activity for the entire congregation. We are planning an intergenerational event including child-friendly auction items as well as appropriate child- and youth- activities separate from the auction.

Although we are still in the planning stages we can list a few of the highlights below:

1. The date is scheduled for Saturday May 21, 2011.
2. We are using planning materials based on prior years.
3. We have some volunteers already and will be soliciting others later on.
  - a. Linda Shipman and a team from the 2010 auction are doing decorations
  - b. Kathy Hodges
  - c. Beth Moracco
  - d. Sarah Nelson
  - e. Lynn Harmon
  - f. We are confirming other names before we list them here.

Last year we raised over \$12,000. The funds were distributed as follows:

- 20% general fund
- 40% Straley fund/youth travel
- 20% outreach
- 20% to be used to furnish and/or decorate the Manse

We are proposing the following distribution for 2010:

- \$10,000 general fund
- Any amount over this to Straley fund/youth travel

Historically we have relied heavily on RE parents, so donation of some percentage of the proceeds for youth travel will be helpful in maintaining our volunteer base.

We served as co-chairs for the 2010 services auction and we are pleased to serve as co-chairs served for the 2011 services auction. We look forward to an exciting evening that celebrates our community's commitment to our ministries.

## **FUNDRAISING REQUEST**

**1. Name Of The Event:** Services Auction

**2. Contact Person for Event:** Co-Chairs: Steve and Kim McNeary

**3. Brief description of Event:** Silent and live auction plus finger food, drinks and dessert that serves as a both a significant fundraiser and fellowship event

**4. Proposed Date(s):**

- The event: Saturday May 21, 2011 in the evening
- Administrative dates:
  - o Closing date for out-of-pocket reimbursements: June 18, 2011
  - o Closing date for donations: May 7, 2011

**5. Who (e.g., which committee) Is Sponsoring The Event:** CCCHUU Board

**6. Budget:** The following items will need to be paid for: decorations (~\$200), food and drinks (\$800), printing and mailing of catalog and "save the date" postcards (~\$600), child care (\$100). More than half of the expenses are covered by the cover charge (\$10 per person in 2010).

**7. What The Event Will Cost The Church:** We take the expenses out of proceeds so there is no cost to the church.

**8. Anticipated (Estimated) Income From The Event:** In 2010 we raised just over \$12,000. We believe we can match or exceed that this year

**9. How The Sponsor Would Like To distribute The net Income From The Event**

- \$10,000 to general fund
- Excess, if any, to Staley fund/youth travel

**10. Impact On The Church In Terms Of Volunteers And Space Resources:** This event uses a lot of volunteers and it is one that most volunteers enjoy being part of. It involves a commitment of several months from about 6 people and shorter commitments from a larger number (setup, cleanup, etc.). We will be using the entire church for this event. The auction itself will be in the Jones Building, children/youth activities will be in the Kirby room, the sanctuary (movie) and possibly the commons. We should be able to set up registration outside.

**11. Any Additional Information Or Concerns:** Cover letter attached.

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## qUUilters Fundraiser Report

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*\*\*\* They are giving proceeds to the budget or reserves.*

**Contact person:** Becky Waibel, 933-9041, email [becky.waibel@sas.com](mailto:becky.waibel@sas.com) (8am-4pm M-F) or [ab-waibel@bellsouth.net](mailto:ab-waibel@bellsouth.net)

**What:** qUUilters fabric sale from fabric donated by Jay Miller (about 1000 yards of fabric). Average price will be \$12/yard so if everything sells, could be up to \$12,000 raised.

**When:** Saturday, Feb 5 from 8am (set up) to 1pm (clean-up) with the actual sale going on from 9-noon

**Who:** Open to the public, staffed by the qUUilters from the Community Church

**Where:** Community Building (resources from church: tables and chairs; qUUilters will supply the cutting tools and will set up the room). The only impact on the church will be use of the Community Room, tables, some chairs, and the parking lot

**Church resources:** No other spaces at the church needed except parking. No other groups impacted. Only children and youth choirs scheduled in the Straley Room.

**Why:** to sell donated fabric with proceeds going to the church.

**Administration:** Closing date for out-of-pocket reimbursements, or donations is February 11.

**Use of funds:** We'd like to distribute the income from the event to either operating expenses of the church or to the reserves.

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## Music Committee Fundraising Request

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***\*\* This proposal follows a recommendation of the Board. See December BOD Minutes.***

### FUNDRAISER PROPOSAL

1. Name Of The Event: Purchase of additional hymnals and/or hymnal supplements.
2. Contact Person for Event: Peter Bird
3. Brief description of Event (1-2 sentences)

This is to raise monies for the purchase of additional copies of the hymnal Singing the Journey which is a supplement to Singing the Living Tradition. The church currently has about 80 copies of this and would like to acquire more for a total of 150 for use during Sunday worship.

4. Proposed Date(s): As soon as approved through March 2011

The event: Music Committee with support from Worship and Arts and as yet undetermined volunteers. We propose to use the tabling system and church avenues of publicity to raise money for the hymnals. Willing participants would be asked to make a donation for an inscribed copy for the church's use. Inscriptions would be determined at the time of purchase (copy could be dedicated to someone in memoriam or in honor of another person, the purchaser or anonymous).

Administrative dates (may be n/a)

Closing date for out-of-pocket reimbursements: Unknown

Closing date for donations: unknown

5. Who (e.g., which committee) Is Sponsoring The Event

The Music Committee

6. Budget

None needed

7. What The Event Will Cost The Church

Andreas' time in placing a one-time order for hymnals

8. Anticipated (Estimated) Income From The Event

A number of new hymnals and supplements will result, but there's no way to know how many at present. The requested donation to cover the cost of the teal supplements (Singing the Journey) will be \$16.00 and for the grey hymnals (Singing the Living Tradition) it will be \$32.00.

9. How The Sponsor Would Like To Distribute The net Income From The Event (after the dedicated 20% stewardship contribution)

The committee requests waiver of the 20% stewardship contribution. The hymnals and supplements would become church property.

10. Impact On The Church In Terms Of Volunteers And Space Resources

Sunday morning tabling for four-six weeks during the first quarter of 2011

11. Any Additional Information Or Concerns

None



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## Treasurer Recommendation for Budget Item Adjustment

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The board is requested to designate any additional moneys pledged to the church over and above the original pledge estimate of \$204,000 toward the payment of the church's fair share contribution to the UU Association and TJ District

*\*\*\* Report from Maj-Britt.*

## **Minister's Report to the Board**

**1-11-11**

I've been asked to report on the results of the six month Stewardship drive. The Congregational Administrator has reported to me that we have very nearly reached our target of \$217,000. Pledges now stand at \$216,434. That's with 248 pledge units. Last year we had 260. Thus we do not need to make a plan for fundraising for the TJ and UUA dues which were removed from the budget in order to balance it. Instead there is a motion being made tonight to return them as a line item to the 2011 budget, and for additional pledges which come in to go to reserves.

Various staff members, and the Stewardship group continue to make calls and beat the bushes as not all members have responded to the pledge campaign calls.

What I know for certain now is: We have taken 12 people off the membership rolls per their request. Our membership number now stands at 378. But this will change again as we hear from the following: 20 people who are in the process of being contacted by Tifani, Andrea and the Stewardship team. Additionally the R.E. committee has offered to contact 36 "R.E. Families" who have not yet pledged. Ten of these are members. The rest (26) are people who are availing themselves of R.E. programs for their children, but are not yet pledging members or pledging friends.

Additionally we have 90 friends, some of whom pledge, some of whom we have heard from, some not. The staff and team have not yet had time to pursue the non-responsive list. I see this as the next goal after we finish with the above.

I expect that these phone calls will mean both the removal of some names (those who have been difficult to reach are likely to withdraw), but also there will be the addition of new members from the R.E. contingent and the "friend" contingent.

Bill Poteet and I are meeting on Friday January 14th to begin planning the Year Round Stewardship Ministry, and of course the upcoming drive.

Faithfully,  
Maj-Britt

**\*\*\*Background:** A lot is happening this year that affect the budgeting process: 1) we have a new governance structure and 2) we changed our fiscal year, now starting July 1. So we have a precious few months to complete a full blown Stewardship Campaign and get a budget passed. Under our new governance structure the Chief of Staff develops the budget, with input from the Board, particularly in terms of incorporating the Boards Vision of Ministry. The BOD approves the final budget, which goes to the Congregation for final approval at the Congregational meeting. This date is set for May 22 2011.

Scott Provan took the imitative to convene a group interested in board finances to discuss the role of the treasurer, vice-treasurer and a Board Finance Liaison Committee in the budget process. Maj-Britt has also been in conversation with Scott about these roles from her perspective. A meeting took place on Friday January 7 that included: Scott Provan, Treasurer; Laurence Kirsch, interested in Vice-Treasurer, Kari Andrade, Vice-Chair, Maggie Scarborough and Bob Weston, Board members, and Jay Miller, former treasurer. Today we will discuss some of the ideas that emerged from this meeting. Many thanks to the people for their hard work on behalf of the board and church.

#### **Questions for discussion**

- **How does the Board see it's involvement in the budget process/**
- **What should be the charge of the Finance Liaison Committee? Specifically what role should this committee play in the budget process for this coming fiscal year?**
- **What should be the roles of the treasurer and assistant treasurer?**
- **Who should be on the committee?**

#### **\*\*\* Report from Scott Provan**

Finance Meeting Discussion on a Framework for Overseeing This Year's Budget Process

**Present: Andrea, Bob, Maggie, Kari, Jay, Scott, Laurence**

Discussion: There was general agreement that the Board has had trouble in the past framing the discussion of finances and budget. While annual board learning sessions and quarterly, if not monthly, discussions about church finances are important if the board is to oversee church finances in a responsible and effective manner, we need a short-term arrangement to put in place for this budget cycle.

#### **Suggested proposals:**

1. It is recommended that the Board form an Interim Financial Liaison Committee (FLC) whose charge it is to develop a framework for the discussion to occur at the retreat and at

the February board meeting for translating the annual visioning process into specific guidelines for the staff in preparing the budget for the coming fiscal year. This charge will include a meeting of the FLC with the staff on April 7 to clarify how the final budget will assist in realizing this vision, and to frame the discussion for the approval of the budget at the April board meeting.

2. It is further recommended that the Board charge the FLC with facilitating the March Board Learning session on finances, and in that meeting the FLC will present a proposed description for the position of Treasurer and Assistant Treasurer.

**Key events: (tentative budget process timeline)**

- Board Retreat; January 28-29: BOD creates vision for 2011-2012 fiscal year, with the FLC helping to frame the discussion for translating this vision into specific budget priorities that the staff can use to produce the fiscal-year budget.
- February BOD Meeting 2/8: BOD approves the budget priority plan. Budget process is handed over to the staff.
- March: Stewardship Campaign.
- March ??? FLC helps lead town meeting to present the budget priorities and visions to the congregation.
- March-April; Staff finalizes the budget using final pledge total estimate.
- April 7: FLC meets with staff and Board member to review correspondence between vision and budget
- April BOD Meeting 4/12: Board reviews budget expenses and revenue
- May BOD Meeting 5/10: Board approves budget that goes to the congregation
- May ???: FLC helps prepare presentation of the budget for the congregational meeting.
- May 22: Congregational Meeting

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## VISIONING PROCESS

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**\*\*\* Background: one of the key tasks for this year is to develop a Vision Statement. At the October Board Meeting we began a discussion of the process we want to use to develop this statement. Below are the results of that discussion, taken from the BOD minutes for October. At this meeting we will continue discussing the PROCESS we want to use to be sure that we: 1) engage the congregation and 2) have an efficient process. I (or someone!) will summarize the results from today and present a plan for consideration at the Board Retreat. Our current vision statement, adopted in 1996, is provided here for easy reference.**

George Thompson led discussion of what process that we might use to develop our vision statement.

- Bob Weston emphasized that this vision statement is not a strategic plan. Instead, the focus on who we want to be.
- Susan McDaniel stated her appreciation for the likes Huntsville UU approach of six groups developing six different vision statements that are then distilled into a single vision statement.
- Barbara Chapman said that a vision statement is very sensory, stating what people will look, feel, and see in the church.
- Erich Lieth said that we need consensus in developing a vision statement. He agrees with Hotchkiss' notion that the vision statement is a Board enterprise, and suggested that there might be different vision statements for different time periods.
- Laurence Kirsch questioned why a new vision statement is needed.
- Scott Provan said that vision statement is a good excuse to get people in the church to talk to one another.
- George Thompson said that he cannot create a strategic plan without a vision, and that the Board's job is to create that vision.
- Mariana Fiorentino said that we always need to look at our vision, identify priorities, and develop strategies and tactics to achieve vision.
- Maj-Britt Johnson senses that the congregation wants small group discussions like the cottage meetings again. She said that there is a lot of energy in the church that we are not tapping into. She said that a vision statement is about what we *will be*, not what we *are*.
- Sam Brooks does not want vision statement to be a strategic plan.
- Josh Socolar noted that the present vision statement is really a "who we are" statement. He emphasized the need for a vision statement that specifies more concrete goals that can serve as the basis for a strategic plan.

*Current Vision Statement, passed 1996*

**This is how we envision our church ten years from now: (10 year would be 2006)**

**We** will be a welcoming congregation centered in Sunday worship which takes place in a beautiful, bright, accessible sanctuary enhanced by all of the arts. We will enjoy expanded classroom space, and an updated community building, and facilities will adequately accommodate growth while enhancing our shared intimacy. Our buildings and grounds will embody our respect for the interdependent web of all existence. Our corporate life will be grounded in the Spirit of Life as we practice justice, equity and compassion in our relationships.

**We** will be a welcoming congregation, celebrating the inherent worth and dignity of all people, inclusive and diverse in all ways, intergenerational in worship and programming, embodying the democratic process.

**We** will be accepting of one another and encouraging of each other's spiritual growth, celebrating rites of passage for members of all ages. We will be a community of fellowship and friendship.

**We** will be engaged in cradle-to-grave religious education in a free and responsible search for truth and meaning.

**We** will be working toward our shared goal of world community with peace, liberty and justice for all. Our hands on social concerns will include church-based programs and community outreach; our peace and justice work will embody our values in deeds. We will be connected in meaningful ways with other Unitarian Universalist congregations and associations.

**We** will be a church which is a sanctuary in an oft-troubled world, a place to come for comfort, support and spiritual nourishment.

*\*\*\* The minutes from our January executive committee meeting follow:*

## **Community Church of Chapel Hill – Executive Committee Meeting**

**Date:** Jan 4, 2010 @ 7:00 p.m.

**Present:** George Thompson, Paige Hall Smith, Kari Andrade, Steve Marshall  
Scott Provan, Maj-Britt Johnson

### **Scheduling of future Exec meetings**

For Feb, April, and May, the Exec will meet at the earlier time of 4:30-6:30pm. In March, the Exec will meet at the regular time of 7:00-9:00pm. All mtgs are on the first Tuesday of the month.

### **Board Learning - Governance Task Force**

- Second reading for a large set of policies.
- GTF will also talk about their role & the role of the Board in the Trial Year. The Board may want to retain the expertise of the GTF in some capacity, assuming that GTF is willing to continue their excellent work in this area.
- It is very important to clarify the respective roles of the Board and the GTF in policy generation in the Trial Year, and to ensure that everyone understands the changing roles of GTF and the Board in the Trial Year.
- Time allocated: 60 minutes.

### **New Business - Budget Generation Process**

- There was considerable discussion about the budget generation process in the last year, previous years, and this coming year. There was interest expressed in including more opportunities for input into the budget generation process. To that end, the idea of a Board Finance Cmte has been proposed. A forthcoming small-group mtg on Friday Jan 4 will discuss this idea and other concerns/issues related to the budget generation process. The goal of this meeting is to consider whether we need such a committee, if so what should it do, and who should be on it.
- A possible 3-step process for generating a budget was discussed:
  - Board defines and communicates a budget vision
  - The staff draft a budget (or budgets, since there might be multiple options if the Board vision exceeds funds)
  - Budget details are presented and discussed by a small-group that includes the Treasurer (and/or Assistant Treasurer) prior to the budget being presented to the board

- This 3-step process was discussed but not agreed upon. Following the changes in Governance, it is not clear how the role of the Treasurer should evolve. A proposal for the role/job description of Treasurer has been drafted by staff and will be discussed further.
- The discussion turned to the scheduling of the next budget generation cycle:
  - A congregational mtg date of May 22 was proposed.
  - A Stewardship Sunday date of March 6 was proposed.
  - Given these dates, an April presentation by the CoS to the Board on how budget aligns with mission the mission of the church would be appropriate. An update on pledging would also be helpful at that time.
  - It was discussed that there could be a smaller ad-hoc mtg prior to the April Board mtg, for some broader input on larger questions. This was set for April 7 at 3:30-4:30.
- A report on the Friday Jan 4 meeting will be presented at the next board mtg. Only 10 minutes can be allocated to this, which may not be enough time for a complete discussion.

### **New Business - Visioning**

- Paige will discuss the vision generation process.

### **New Business – Annual Report**

- Jim Siplon will update on the process for creating the AR.

### **Recording Secretary & Treasurer**

- Discussion of these positions by the Board will be deferred until a future Board meeting. Note that this deferral is not strictly in accordance in our current By-laws, however, it has precedence and was considered to be appropriate given the state of flux associated with Governance changes.

### **Consent agenda**

- 3x fundraising requests
  - UU Quilters
  - Music cmte
  - Services Auction
    - Note: when the Trial Year begins, fundraising requests will no longer be reviewed by the Board. Instead, they will be reviewed by staff. These requests WILL be reviewed by the Board, because the TY has not yet formally begun.
- Endowment cmte appointment

### **Reports**



- Ministry Report will contain an update on pledges and the issue of UUA/TJ dues
- Several volunteer staff positions are envisioned

**Items to be consider for the February Board mtg**

- Year-end budget report
- Board Learning: CRE/YP programs status report (and any update on growth projections)