

THE COMMUNITY CHURCH OF CHAPEL HILL UNITARIAN UNIVERSALIST
Minutes of the Board of Directors' Meeting, March 13, 32012
Recording secretary: Mary LeMay

Members present: Kari Andrade, presiding, Joshua Socolar, SAM Brooks, Paige Smith, Andrew Hennessy-Strahs, Eleanor Armstrong, Elspeth van Tongeren, Maggie Scarborough, David Klibanow, Becky Waibel

Ex officio: Maj-Britt Johnson, minister; Scott Provan, treasurer

Visitors: Becky and Chris Wilkes, Stewardship Committee Co-chairs

I. Kari called the meeting to order at 7:16pm. Paige, as Board member of the month, read an excerpt concerning marriage from The Prophet, by Khalil Gibran while Kari lit the chalice.

Everyone checked in as usual procedure.

Kari announced that Jim Siplon has resigned from the Board. His work requires too much travel for him to work effectively.

II. The motion was made by Joshua Socular and seconded by Becky Waibel to accept the Receipt and Consent Agenda. (Attached to minutes) The motion passed unopposed.

III. Board Learning - Stewardship campaign process. Becky Wilkes reported procedures for mailing the stewardship packets to members. The theme is "Bring the vision Alive!" The packet includes letters from the Stewardship co-chairs and from the minister. The decision was made for Kari to add a letter on behalf of the Board. Also included are FAQs and forms for pledging. Staff and RE have worked hard to bring up to 95% the number of pledging members. Mailing costs will be half of last year's costs because the packets are smaller and lighter. Canvassing either by phone or in person will happen only after the intial canvass period. Packets not picked up will be mailed and the church's wiki site on line will be available. Chris and Becky answered questions and took suggestions for tweaking parts of the packet.

IV. Old Board Business.

A. Andrew reported that he had learned that there is no financial liability to the church neither for endorsing nor for contributing to the work of Volunteer Med Partners.

B. Maj-Britt has changed her approach to the issues of universal freedom to marry. She is withdrawing her request for a congregational meeting, and instead is requesting that the congregation begin a discernment process on the entire issue and the whole gamut of potential actions - to begin in the fall.

C. Eleanor ensured that all present had copies of the 2012 Board Goals for Self-Evaluation. Kari announced that the Board will evaluate board performance based on these in December.

D. Paige made and Maggie seconded the motion to approve the affirmed policies, collectively known now as The Board Policy Book. Approved unanimously. Kari reminded everyone that policies can still be written or edited as circumstances change.

V. New Board Business.

A. Josh led the First Reading of a new board policy change to the effect that public use of a committee or ministry name as a sponsor of an issue or event will be subject to the same checks as does use of the church banner. A vote will be taken at the April Board meeting.

B. Josh and Paige led a discussion, the First Reading, of the changes in structure of the by-laws. Josh stated that many of the changes resulted from policy governance shifts. Serious discussion covered membership termination; deletion of Mission Statement as a by-law; the size of the Board and frequency of meetings; election, appointment, removal of Board members; roles of officers. The definition of a quorum for congregational meetings received intense scrutiny.

A motion was made by Andrew and seconded by SAM that "Two-thirds of the membership is required to form a quorum in a meeting for calling a minister." After discussion, there were six votes in favor, two opposed, and two abstentions. The motion passed. Kari agreed that the Exec will look into how other churches set a quorum for dismissal. All agreed that a policy to deal with disruptive members is needed.

C. Kari postponed discussion of Decision Making Under Policy Governance to the April Board meeting due to the time required for the discussion on the by-laws.

VI. Next steps.

A. To Do List:

1. Paige and Josh will look into recommendations for a quorum for calling and dismissing a minister based on other congregations.
2. Andrew will draft a disruptive members policy.
3. Mary Hulett has agreed to look over the by-laws from a legal standpoint.
4. SAM will ask Munsie to post the board policy book on wiki.
5. Kari will write a letter for the Stewardship packet and announce the finalization of The Board Policy Book during the service next Sunday.
6. Eleanor will send a digital copy of board goals to Board Members.

B. Closing: Paige read from the book of Ruth in the Old Testament on marriage. The meeting stood adjourned at 9:25. The next meeting will take place on April 10, 2012.

Respectfully submitted,
Mary LeMay, recording secretary du jour

Minutes of the Executive Committee Meeting of March 6, 2012

Present: *Kari Andrade, Becky Waibel, Maj-Britt Johnson, Scott Provan, Paige Smith, Josh Socolar*

(1) Paige and Josh will edit the bylaws to clarify that proxies do count toward establishing a quorum and to remove all mention of procedures for the termination of memberships.

(2) Maj-Britt will work on the question of whether we can refer to Volunteer Med Partners as one of our ministries.

(3) We agree that the UU Connections working group is a ministry.

(4) We need a policy that empowers the Executive Committee to approve the Chair's decision to sign on behalf of the church. The Executive committee recommends that 3 positive votes be required.

(5) We proposed an amendment to the Policy Book to clarify that a committee or ministry must get approval from the Minister for public use of a committee name.

(6) We will have a discernment process in the fall on the issue of whether to sign marriage certificates.

(7) Becky and Chris Wilkes will do board learning on stewardship for 15 minutes at the March Board meeting.

(8) Endowment Committee needs to have a meeting at a time when the Past Chair and Minister can attend. April 16 is the suggested date.

(9) The Committee on Ministry will present ministry evaluations to the Board at in April.

(10) Jim and Eleanor will present Board goals for 2012 at the March Board meeting. This will be a report that looks to the future and is distinct from the current evaluations of the Ministries.

(11) Maj-Britt has withdrawn her request for congregational meeting on the issue of signing marriage certificates.

(12) It appears that it was decided by a past Board that the land around Memorial Rock would be set aside legally in perpetuity with the same status as a cemetery, but there is no available written record of the decision. We need money in the budget for surveying and legal costs. We will put a line item for \$1500 in a restricted fund and the Board will discuss the issue during budgeting process.

(13) The Executive Committee recommends moving to a Board consisting of nine Trustees elected to three-year terms. The proposed new bylaws will specify those numbers.

Minister's Report to the Board

March 2012

Rev Maj-Britt Johnson

-I am withdrawing my previous request for a congregational meeting about the marriage equality issue. Instead I would like to join with the congregation in a process of discernment about how we can best express our value of inclusion in this regard. After discussing this with the exec. we are looking to do this in the fall.

-I have had two indications of interest from the congregation about the Membership Director position, and a possible third. I will be conducting interviews this week and next.

-We have had six people at each of the past two Orientation sessions (I have been leading one per month, plus a follow up one on one with each of those who wished to join) and we have (or by the 24th will have) taken in six new members.

-At the January Council meeting nearly all the chairs were in attendance and presented their self-evaluations, a process the Committee on Ministry facilitated. Led by Lilie Bonzani. The COM will be presenting a summary of that meeting at the April Board meeting.

-Budget process. At the February Council meeting each committee and ministry presented their goals and budgets. Next month those will be in the budget, of course. I will also attach a report of their goals.

-As reported at an earlier Board meeting, the funds not used for Volunteer Coordinator (renamed Membership Director) were moved over to miscellaneous. Some of the miscellaneous funds are being used to clean our carpets which have not been cleaned in four years (but we're told are in good shape) and to clean our higher windows. Our Congregational Administrator took bids for these two jobs.

2012 Strategic Goals for the Board-Community Church of Chapel Hill Unitarian Universalist

Finance: Maggie Scarborough & Andrew Strahs-Hennesey

1. To review Policy Book to identify any gaps in financial policies
2. To write procedures for financial policies for which the Board is responsible
3. To receive informal monthly reports from Andrea as well as quarterly reports so FC can alert Board to any financial issues or problems that arise
4. To provide information to Board and Congregation as requested by the Board

Evaluations and Annual Report: Eleanor Armstrong & Jim Siplon

1. Collect , distribute and monitor board strategic goals
2. Evaluate COM evaluation process, amend where needed, incorporate results in annual report process
3. Establish deadline for committees/ministries to submit information for the annual report
4. Create, edit and publish annual report for July1, 2011-June 30, 2012

Governance: Paige Hall Smith & Josh Socolar

1. Pass the Policy Book – March
2. Get the new Bylaws written and approved at the June congregational meeting
3. Prepare a list by September of the Procedures that need to be written
4. Delegate procedure-writing tasks to committee and collect first drafts by December 31

Strategic Plan: Becky Waibel & Elsbeth van Tongren, Dave Klibanow, & SAM Brooks

1. General 10-year plan for all 10 sections of the vision
2. More specific 3-year plan for the four top-ranked sections of the vision, based on feedback from the congregation

Proposed Policy on committee sponsorship insert: (First reading)

6. Church Sponsorship

Per our Bylaws, the name of the church as an official sponsor of any particular activity or position on an issue shall be allowed only by decision of either the Board of Directors or by vote of the congregation, consistent with current policy of the Board. However, the Board of Directors encourages ministries and members to share our values with the world and to identify themselves as Community Church of Chapel Hill Unitarian Universalist members at events where they are delivering a message that promotes the church's mission by using the Church's banner. Use of the church's banner **or public use of a committee or ministry name**, requires approval of the Minister, who will consider its consistency with the church's mission, strategic plan, and legal status. The board requests that the minister develop procedures for

approval of the church's name and banner and for the care of the banners. All users will be required to follow those procedures. For the interim period in which the above policy is not yet officially affirmed, the Board of Directors has approved use of the banner at events in support of marriage equality and gay pride.

Productive Governance by Policy

As we shift from "management" to "governance by policy" here are key questions for Executive Committee and Board Members to consider in drafting the board agenda and preparing for productive meetings

1. Why is this item on the agenda?

- Is this an open question or discussion only?
- Are we to make a decision or what action is required?

2. What is the background on this issue?

- Did some specific incident or situation occur?
- Have we discussed this before?
- What earlier actions did we take?
- What individuals or groups have been involved?

3. Is this a ministerial or board responsibility?

- If this is ministerial why is it on the agenda?
- Does the minister need support?

4. What by-laws, policies and or procedures govern our actions?

- Do our existing policies and procedures apply?
- Do we need a policy we lack or should we change a policy in order to give good guidance in this area?
- Do we need new procedures?

5. What information does the board need (do I need) to

- make our best decisions
- that are consistent with the mission, vision and strategic plan of the church?

