

Eliot Chapel Board of Trustees Meeting Notes April 9, 2019 7:00pm

Board members: , Trina Priese (2019), Todd Stark (2019), Brian Krippner (2020), Ken Denson (2021), Jon Spiesman (2021), Cathy Converse (2021), David Cox (2020)
Absent: Karen Fuchs (2019)

7:00 Gather (5 min)

- Chalice lighting & Opening Reading

Cathy

7:05 Check-ins (15 min)

7:20 Visitor Comments (2 minutes per visitor) (5 min)

7:25 Meeting Preparation (5 min)

- Finalize agenda
- Confirm meeting assignments:
 - timekeeper
 - process and transparency observer

David
Jon

7:30 Consent Agenda (5 min)

- Approval of new members:
- Approval of March 2019 Minutes **APPROVED**

Monitoring Reports:

- 4.10 Gifts and Planned Giving (Carried forward from February)

Barbara

7:35 Old Business (20 min)

- Proxy Voting Task Force Todd/David
Board approves proposed bylaw language (as amended) for May meeting -
Brian/Ken PASSED
- UUA Regional Assembly - Friday April 5 & Sat April 6 - any recap?
Todd: clear the Regional and UUA has many resources that we should be checking into.
- *(Board determines the process for notification)*
- Actions from prior meeting (See p. 3 of minutes of 3-12-19 Meeting in Drive)
David & Todd: in-process re: notify Parliamentarian of meeting date.

- Lead Minister Evaluation Todd
Highlighting in Barbara's reports where she's presenting activities that have to do with Ends. He'll summarize these then Brian will make a recommendation for the Board to look at. May be a lack of data for some ends, but will see when he's finished with the summary (by the end of this week). Will give it to Brian and it'll be shared it with the Board before the next meeting.

New Business

7:55 Lead Ministers Incidental Report (20 min) [Gary][Jeanne]

Todd re: nursery school update: can only give a 10% increase in payment of \$150. They've not really been attentive to our staffing and budget concerns, rather focused on their budget. Todd doesn't recommend we continue without the increases we've asked for. Is this a viable business since we support incidental expenses for them? Doesn't really fit within our ends and we aren't really affiliated with them anymore. Is this really the best/correct use of the space? The Executive Team has been apprised of this and since it's a Means issue they will handle it.

Re: UMSL classroom use, Cathy shared that a Kirkwood office employee that the office may be moving to the UMSL campus next year. S/b ok since the classes are on a contract and we already have raised the money for the new stove.

NOT ON REPORT - Have to replace another 18 year old furnace.

8:15 Treasurer's Report (15 min) Ken

- Lead Minister Discretionary Fund Review Ken
Brian: concerned to get back on our regular schedule. Camille is loving the new accounting system. Just needs to put in the time to ensure the transfer is complete and correct.
Ken: showed changes on APPENDIX B PERMANENTLY RESTRICTED FUNDS and informed the Board that the reviews have *not* been done.
NOTE: Interpretations are 'Accepted', not 'Approved' (outside of PG)

8:40 New Business (50 Min)

- 4.6 Financial Conditions and Operations Todd
Reporting Non-comp(Camille: everything reconciled up through EOMarch)
Motion to approve 4.6 Jon/Cathy **APPROVED**
- Budget for 2019-20 Ken/Camille
Camille: went over Budget, explaining salary expenses. Used UUA recommendations and averaged low and medium size salary recommendations for budgeted salary levels Not been at this for a long time not been at this level for many years. Shows a -\$290k deficit) To date, recv. 221 pledge cards and still have 139 pledges out. May have to cut Programs as we've said will happen. Restricted funds may be borrowed from to fund part of the short-fall. Additional fundraising, but haven't got anything significant. Did get 25K in additional asks last year.
Goal - get a budget approved by May to show at the May Congregational mtg.
Last year end of May we looked at the proposed budget again because it wasn't based on solid information and needed changes. This year we need to present a more fact-based budget.
The night after the next board meeting is the Board review that's open to the Congregation. Should encourage all to attend.
David: reminder that the Board's role is to approve whatever budget is proposed, but we don't actually create the budget.

- Chair Elect for 2019-20 (Currently Vacant) nominees: Steve Harvey, Jon and Cathy have declined to accept this position, so what to tell congregation?
 - could ask one of the 3 coming on the Board this year or ask someone on the board in final year to take on duties (David?)
 - leadership committee ask a former board person to come on next year as Chair for the first year of 3 yr term
 Ken: MidAm discussion for their 9 member board, but probably won't work for us
 Brian: cue up David as Chair-elect until Christmas so he can mentor the proposed chair-elect for a half year of experience before taking over the title Chair-elect.
 Jeannie: the by-laws allow someone to serve more than the 3 years (William Lemon).
 Conversation to continue on what to communicate at the meeting
- Lead Minister Evaluation and Compensation Review Todd/Brian
 Todd: will send email to take vote for recommendation on Barbara's evaluation
- Discussions and assignments for Annual Meeting
 ALL: check the Meeting Prep spreadsheet for duties
- 2.7 Cost of Governance Brian/David
 Motion Jon/Ken move to accept monitoring policy **ACCEPTED**

9:30 **Meeting Summary:**

Assignments for May Meeting

Todd: *(previously listed)*

- 2.1 Governing Style Todd
- 2.2 Board Job Description Todd
- 2.3 Annual Agenda Planning Todd
- 2.4 Officer Roles and Responsibilities Todd
- 2.8 Complaint and Inquiries Regarding Board Policies Todd, Karen

ACTIONS:

Jeanie: by 4/15 will send Leadership nominee names to Todd/Debbie for May newsletter and inclusion in May voting packet

Trina: request Debby put in a Thank you for Jan from the board for the music

David: be available between services to field questions about Proxy voting

Ken: Complete review for February for the Dunlap/Nutt fund and the March Minister's discretionary fund review (Appendix A & B)

Todd: send email to take vote for recommendation on Barbara's evaluation

ALL: check the **Annual Meeting Prep** spreadsheet for duties/deadlines

LEadership Team: come back with final budget for May meeting

DECISIONS:

- Cheapest sub sandwiches!

- Board approves proposed bylaw language (as amended) for May meeting

Brian/Ken **PASSED**

- Motion Jon/Ken move to accept monitoring policy **ACCEPTED**
4.6 Jon/Cathy and March 2019 Minutes **APPROVED:**

Transparency Report - Jon

Self regulated, went long in budget discussion