

Eliot Chapel Board of Trustees Meeting January 17, 2023

Board members present: Claire Wyneken (2023), Toni Saunders (2023), Chuck Schuder (2024), Sara Fleming (2024), Kalen Ponche (2024) Steve Swift (2024) Carole Glauser (2025); Sue Bell (2025)

Not Present:

Ministers, Volunteers & Guests: Rev. Doug Wadkins, Carl Serbell, Gene Hutchins (joining via zoom).

Gather

- Kalen offered a chalice lighting and opening words.
- Claire welcomed everyone and offered a sense of what was to come

Check-ins of highs and lows

Board members checked in and offered highs and lows.

Visitor Comments (2 minutes per visitor) (5 min)

Meeting Preparation (5 min)

- Finalize agenda
- Transparency Ombudsperson's Report
- Confirm meeting assignments:
 - Timekeeper - **Steve**
 - [Process & Transparency](#) Observer - **Toni**

Consent Agenda (5 min)

- Approve December 2022 Meeting Minutes
- Affirmation of New Eliot members (Bylaws, Article III, Part A):
- Accept Policy Monitoring Reports: ([See Policy Compliance Record](#))
- 3.1 Unity of Voice: **Steve and Carole**
 - https://docs.google.com/document/d/15_82Ge_cGwbsSYd7Afmhzqy3qnj-yZqB7Wfx7LSSzuI/edit

Steve motioned and Toni seconded to approve the consent agenda. The board passed the item unanimously.

Learning dialogue: Chapters 5&6 Governance and Ministry (20 min)

Input on engaging congregation in Governance dialogues

Items that stood out to us.

- The owner of the board is our mission, not the congregation.
- The bottom line is the degree to which our mission is achieved.
- This makes the end statements much more relevant and highlights the importance of having a strategic plan.
- Claire would like to see more dialogue with the church around directionality. She noticed that we have some things that are broken. The staff haven't had the

bandwidth to even write down what they need. There are only so many people to go around and so much work to go around. Helping the congregation understand that the staff are overstretched.

- Engagement conversations with the congregation.
- Could we remind people of our mission, vision, values and ends? How? A handout, a flier, etc?
- What is our mission? It's not a written document, it's a shared understanding the congregation has of what the church's mission is. It may be the same thing. When most people can't remember the mission statement, it's probably not the same thing.
- Not everyone will have that in our head. The more people who have a sharpened thought around what has been shaped by conversation - the more likely the mission will animate the congregation. Rather than be a statement. The mission should be the lifeblood
- Most congregations of any flavor spend so much time working on a statement but it doesn't do anything for them.
- How do we live the mission? What are some ways we can live the mission?
- Doug will introduce a missional identity vs mission statement.
- How in the current world do we make this work? Missional identity process has us consider who are we, whom do we serve and what is the world asking of us?
- The process has us refine these answers into our top priorities. Look for energy created by the top priorities. Why does Eliot exist? What do we want to do in the future?

Body Break (10)

Treasurer's Report

CPA Review of 2021-2022- The CPA report was given to us

Total income for November was \$1,200 lower than the month before and expenses were slightly lower, however, year to date we are still running a deficit. Madrigal income for November was about \$4,300. Total income for Madrigal was closer to \$7,600.

- Can we ask Camille to split apart the current month average on this report between in-person attendance and youtube attendance?
- Camille estimated 30 percent increase in costs and much of it did not turn out that high. Insurance costs only went up 8 percent.
- The congregation is stepping up. There are just several big line-item things. We asked for \$60,000 and we brought in \$26,000 in the end-of-year ask for contributions.

Trends and issues of importance: financials and management [Rev. Doug]

-Board assistance with budget process

Banking Signatory - Resolutions

Chuck moved and Kalen seconded, to approve Resolutions #1 and #2 as a board of trustees. This was unanimously approved.

Resolution #1:

The Board of Eliot Unitarian Chapel, duly called and held on January 17, 2023, at which a quorum was present and voting, or by other duly authorized action in lieu of a meeting, the resolutions set forth in this Resolution were adopted and entered into the Board's minutes.

OFFICERS. The following named persons are officers, members, or staff of Eliot Unitarian Chapel authorized by Resolution to transact business on behalf of Eliot Unitarian Chapel:

Claire Wyneken, Board Chair
Sara Fleming, Board Chair-Elect
Susan Bell, Board Treasurer
Gary Gray, Eliot Member
Camille Novak, Director of Finance and Operations

This January 17, 2023 Resolution supersedes all previous Resolutions authorized by the Board of Eliot Unitarian Chapel in that it changes the Board office position of "Treasurer" from Sara Fleming to Susan Bell and adds the Board office position of "Board Chair-Elect" to Sara Fleming.

COMMERCE BROKERAGE: RESOLUTION #2:

The Board is approving the Resolution as written on page 6 of 7 of the Corporate and Unincorporated Organization Resolution.

As the Director of Finance; Operations of Eliot Unitarian Chapel, Camille Novak is certifying the following:

That the Eliot Unitarian Chapel is duly organized and exists under the laws of the state of Missouri and has the power to take the action called for by the resolutions on the Corporate and Unincorporated Organization Resolution form for Commerce Brokerages Services, Inc.

That the resolutions on this form were duly adopted by the Board of Directors or Governing Body of said Company at a meeting held on January 17, 2023 at which a quorum of said Board of Directors was present and acting throughout; that no action has been taken to rescind or amend said resolutions; and, that the same are now in full force and effect and do not conflict with the by-laws of said Company as stated in the Bylaws of Eliot Unitarian Chapel.

That each of the following, named individuals, has been duly elected (if applicable), is now legally holding the office set under his/her name, and that any one of them acting individually, is authorized to establish the following account(s):

1. Cash; 2 Margins; 3 Options in the name of Eliot Unitarian Chapel with National Financial Services ("NFS").

These individuals as of January 17, 2023 being:

*Claire Wyneken, Board Chair,
Sara Fleming, Board Chair Elect,
Susan Bell, Board Treasurer,*

*Gary Gray, Executive Member, and
Camille Novak, DFO.*

New Business (10 min)

- Select a date for February retreat - Feb. 26 12-4pm
- Discussion of annual survey– Is this a good time to reevaluate whether we are doing the evaluation of the minister correctly.
- Claire will promote OUR Eliot and do something on that by Sunday Jan. 18.

Unfinished Business (10 min)

- Report on Search Committee survey (5 min), subcommittee is activated– They met and created a shortlist of 12 candidates.
 - Step 1. Discernment of whether we entertain Krista and whether she will entertain us as a job option.
- Linkage Game night **February 25th** with Fun Team
- Staff and Board gathering - spring date?
- Nom Com meeting is now March 4? Potentially
- April 29 trivia night potentially.
- Board and staff are working through creating a list of volunteer needs.
- In addition, congregants like to be able to do church business on Sundays, so the staff is working on finding a way to have someone here on Sundays who could help.

Board Development (15 minutes)

- Leadership as a Spiritual Practice dialogues:
 - What's Your What's Next? As you consider your role as a spiritual leader at Eliot, what next actions might you take to engage in that role? What support do you need?
 - Kalen is going to build community, help out with trivia and find ways to encourage groups to plan more things.
 - Susan is going to continue to try to find ways to plug in.
 - Sara is going to try to keep in mind as she takes on new tasks while not getting burnt out and moving forward will be chair and chair elect.
 - Carole will continue doing what she has been doing, wellspring, etc. Scott is from Springfield, Mo. and connected with Carole to do something on birding for the RE department. She hopes to engage with RE. She's also planning to attend some social justice meetings.
 - Steve plans to organize a new covenant group and also continue teaching RE.
 - For Claire, she wants to show up in the mission and governance conversation. Claire is trying to get to know people she doesn't know well and chat with people. She is going to attend all the things but not plan them.

Executive Session

*The board entered executive session at 8:40pm and left executive session at 8:55pm.
Toni will write an email.*

Meeting Summary:

Process & Transparency Report Great Good JOB

Decisions/Actions Taken/Follow Up

- Adopted Consent Agenda
- Determine Key points for board briefing

Assignments for February 21, 2023 Meeting

Next step Governance and Ministry

Next step for Leadership as a Spiritual Practice – retreat

Policy Monitoring Scheduled for December Meeting

(See [Policy Compliance Rec](#))

8:35 Adjourn and Social post meeting at Adams Hall for those who can join us
*Claire will bring beverages and treats

Reminder Dates

Next Board Meeting: February 21, 2023 at Adams Hall

Note: the following policy compliance report is pending until after after a more thorough review of this policy and its relationship for governance structure.

- 4.9 Board Communication and Support: **Rev.Doug**
 - [Policy 4.9 Board Communication and Support.pdf - Google Drive](#)