



# Unitarian Universalist Church of Annapolis

## Board of Trustees Meeting Minutes

Tuesday, June 25, 2024

6:45 pm – 9pm on Zoom

*Zoom Link: Meeting ID: 922 5263 7488*

### Chalice Lighting/Check-in/Read Board Covenant

- Welcomed new board members and conducted a check-in:
  - **Current Board In attendance:** Jan Bird, Staff Warren, Nicole Bruno, Jenn Politt Hill, Rev. John
  - **New Board Members in attendance:** Olga Pabon, Charlie Gross, Noemi Enchautegui
  - **Also in attendance:** Sarah Devlin-Tremble, Larry Werner, Margaret Marin, Terri Werner

### Approval of Minutes from May Meeting

- Motion to approve minutes from the May meeting: Staff motioned, Jenn seconded

### Board Reports

- **Minister's Report – Rev. John**
  - Hired an accompanist with two master's degrees in piano, lives in Fort Washington, and is working on her PhD. She chose us over other opportunities due to our values and will start in early August.
  - Article Two passed at GA by 80%, meaning principles will no longer be in bylaws but will still be utilized.
- **Safer Congregations – Sarah Devlin-Tremble**
- **Summary:** The board agreed to make the Safer Congregations Committee a formal committee of the board, with a charter and defined membership. They discussed the committee's purpose of reviewing and updating the congregation's safety policies and procedures and decided the board should have oversight and regular updates from this committee.
- **Details**
  - Policy review team: Staff Warren, Don Patterson, Amanda Cordone, Sarah Tremble, and Rev. John. One or two more people would be helpful.
  - The UUA brought forth a proposal to create a policy and handbook to keep congregations safe.

- Sarah and Rev. John suggested the board form a Safer Congregations Committee to meet twice a year to review policies, which should include things such as professional conflict, destructive policies, after-pastor dynamics, youth, staffing guidelines, building security, mandatory reporting, etc
  - Sarah emphasized the importance of having a staff liaison and clarifying the board's relationship with safer congregations. Staff will decide the direction of these policies. Right relations fall under the umbrella of safer congregations.
  - Existing policies should be reviewed in the fall, and more people can be recruited if needed. These policies will be available for the congregation and board to review.
  - New board members were invited to speak. Charlie asked about the difference between a committee of the board and a team. Jenn explained that committees update the board at meetings, while teams report directly under the minister's purview and will be included in the minister's report. The board will approve committee membership and gives a 'green light' to move forward to prepping this to become a board committee.
- **Property Inspection Reports**
  - **Summary:** Summary: The board received updates on the condition of the church building, including the need to replace the roof in the next year at an estimated cost of \$70,000. They also discussed the Fahs House property and options for its future use, including potentially using it for affordable housing. The board agreed to further investigate the costs and feasibility of different options for the Fos House.
  - **Minutes:**
    - An African American-owned company was hired for the report.
    - The church facility is in good shape but needs some immediate fixes. Two sections of the roof should be replaced within the next year, estimated by Larry to be around \$70k.
    - Water management to get water away from the building needs to be addressed soon.
    - Roof replacement will be part of the (hopeful) capital campaign, focusing on the office and flat roof, as well as a few shingles on the sanctuary roof. Larry will get estimates.
    - The Fahs House is potentially salvageable. To make the Fahs house structurally sound and medically safe (mold remediation) it will probably be an estimated repair cost of \$150k or more depending on the intention for that facility. It's important to distinguish between necessary repairs and desired improvements in the capital campaign.

- **Update on Land for Sale**
  - No longer under contract with the realtor for Lawrence Street.
  - A neighbor is interested in the property but unsure about financing. If not sold, the property will be analyzed by a civil engineer. It is technically zoned for two, but questions about dividing the land and requiring two wells/septics remain.
  - Housing could be part of the capital campaign conversation, though the sale of the Lawrence St. property is needed to pay back the debt to the endowment.
  - We discussed the history of the property and relationship with the neighbors - we might consider putting together a written history
  - Margaret (with permission to speak granted by Jan) mentioned that making it a two-house lot is unlikely due to county regulations. The county might require connecting to water or sewer.
  
- **EPIC Update – Laticia Hicks/Mike Wanhatalo/Nicole Bruno**
  - Working on getting a committee together to form the Oct. 19th conference.
  
- **Survey/Census Update – Jenn Pollitt Hill**
  - The census is drafted and has been tested with different groups for feedback. One more meeting is needed to address technical glitches, and it should be ready to go out in July. The survey part will follow in the fall. It will be left open for a while, with a 'good enough' goal to be set on the number of participants needed to be deemed successful.
  
- **Finance Officer Report – Staff Warren**
- **Summary:** The treasurer provided an overview of the church's various financial accounts and funds, including the endowment and the status of a \$117,800 security upgrade grant from Homeland Security. They discussed the need to quickly move forward on spending the grant funds before the deadline.
- **Details:**
  - **Update on Harbor Bank Funds**
  - Overview of Financial Accounts:
    1. Checking Account: Held at PNC.
    2. Operating Account: Held at First Capital, earning about \$8,000 in interest from a Vanguard money market fund.
    3. Endowment Fund: Separate, currently holding \$657,352.
    4. Memorial Garden Fund: Over \$50,000.
    5. ULM Fund: Pass-through fund with over \$31,000.
    6. Former Sixth Fund:

- Used for a construction loan
  - Two parts: a checking account (closed, money returned to PNC under 'capital fund' and then to the operating account) and a bond (\$28,161 from \$100,000 collateral, now returned and invested in Vanguard).
- Borrowing and Resolution Issues:
  - Discrepancy over whether \$50,000 and \$53,000 were borrowed from the endowment fund or the operating fund.
    - If from the endowment fund, a total of \$394,856 was borrowed; if from the operating fund, \$291,856 was borrowed.
    - This discrepancy affects repayments, leading to potential overpayments and needing resolution.
  - A bookkeeping error led to the unnecessary transfer of \$40,000 between accounts, which has been corrected.
  - Action Item: Resolve the discrepancy to determine the correct amount borrowed and adjust repayments accordingly.
- **Grant Funded Project Update**
  - Security upgrades are funded by a Homeland Security grant of \$117,800. The last chance for reimbursement is March 31, 2026.
  - The board agreed to spend up to \$60k at a time for reimbursement.
- **Bookkeeping Transition**
  - Moving to ACS accounting firm specializing in fund accounting and forensic accounting. Clarifying a \$100k bond that appeared in the investment accounts.

## Old Business

- **Executive and Board Evaluations – Nicole Bruno**
- **Details:** Nicole reported on the process for conducting annual evaluations of the board and executive ministers, including gathering feedback on goals and performance. The board agreed to review the compiled feedback at their upcoming retreat to inform their goals for the coming year.
- **Minutes:**
  - Evaluations: The board is responsible for evaluating itself and the executive ministers, including reviewing the end statements (mission goals of the church).
  - Frequency: These evaluations should be done annually but have not been consistently performed.

- **Executive Performance Review:** Conducted for the first time last year by the previous board. The current review includes goals set by executives and ministers, approved in October and updated in February. It also includes board goals and accomplishments.
- Feedback has been gathered but not yet fully collated. Some board members, including those no longer serving, have not yet submitted their responses. Emphasis on collecting as much feedback as possible for comprehensive evaluation.
- **Goal Setting:** Evaluation results will be used to inform goal setting for the upcoming year.
- **Board Responsibilities:**
  - Governance and Bylaws: Ensuring compliance with governance policies and bylaws is a priority, with an emphasis on tasks previously overlooked.
- **Feedback Integration:**
  - Feedback from previous board members, collected by the nominating committee, should be integrated into evaluations. A suggestion to cross-reference the feedback with the self-assessment to ensure all areas are addressed.
- **Finalizing Evaluations:** Aim to present the collated information by the next board meeting for goal setting. Use evaluations to assess performance, set clear goals, and ensure accountability. Evaluations to be viewed holistically, considering transitions and unforeseen events. Excitement about new board members and setting realistic and prioritized goals for the next term.

## **New Business**

- **2024-2025 Board of Trustees Retreat**
- **Summary:** The board discussed plans for their upcoming retreat, including the location change to the church due to the president's COVID-19 illness, food arrangements, and the agenda topics to cover such as governance, bylaws, and goal-setting.
- **Details:**
  - Discussed defining the board's charge, committees, and meeting times. July will be used for additional planning and goal setting.
  - The board discussed adopting a covenant to guide their work and interactions, including reading through the existing covenant and deciding whether to keep it as-is, make changes, or start fresh. They also talked about the role and responsibilities of board committees, and the need to ensure the board is fulfilling its governance duties.