

**Unitarian Universalist Church at Washington Crossing
Board of Trustees**

268 Washington Crossing-Pennington Road
Titusville, NJ 08560



**Meeting Minutes
Wednesday, April 3, 2019**

Marianne Alt, president, called the Board of Trustees meeting to order at 7:00 PM. Also in attendance: Vice President, Nathalie Edmond (Timekeeper); Treasurer, Lynne Quinto; Secretary, Ed Dobrowolski (Opening Words); Trustees: John Ueng-McHale, (Process Observer), Dianne Ross, Nina Todor, Colin Unsworth; Church Administrator, Susan Irgang; DLRE, Robin Pugh; Minister, Rev. Kim Wildszewski.

Absent: Trustee: Patrick Kahney; Ministerial Resident, Hannah Gallo.

Also attending: The Bylaws Task Force: *Bernice Husk, Mike Hanson, Marty Friedman. Board Liaison: Nathalie Edmond.*

Bylaws Task Force

The Bylaws Task Force shared the latest version of the updated bylaws.

They explained that the goals were:

1. Remove procedures and processes from the Bylaws.
2. Reflect our current governance model
3. Simplify

Questions from the Board:

Were there any themes from the Listening Circles?

There were no actual themes. The questions were across the board and changes were made to reflect the concerns.

For example consultation with the Board was added to the Minister's hiring authority. Another example was clarifying a called Minister vs a Hired Minister. Wording was added to distinguish standing committees from other committee and ministries as well as who they report to.

Are we abandoning Roberts Rules of Order?

The Board may decide to use Robert's Rules of Order or some other technique to run meetings. It will be up to the Board rather than imposed by the Bylaws.

Discussion:

Youth Members

There was a discussion concerning Youth Members:

- Can Youth Members chair committees?
- Can they be a member of the Board of Trustees?
- Can they vote in Congregational Meetings?
- Are they counted in numbers reported to the UUA?
 - If they are excused from a financial contribution, they should not be counted.

Congregational Elections

A concern was expressed that the Congregation will no longer vote on Standing Committee Chairpersons (Nominating, Endowment etc.). Only the Board of Trustees will be voted on by the Congregation. Questions raised include:

- Is this democratic?
- Does it reduce or eliminate checks and balances?
- Will it lead to a single faction controlling the church?

After a discussion, the Board conducted a straw poll to determine the sense of the board: All but two Board members were in favor of the Congregation voting only for the Board of Trustees.

Reallocation of Funds by Board

The Bylaws require the Board to be involved in any reallocation of a Committee's budget. This provision it is not in keeping with the Board's goal to be strategic. Another view is that it is a part of the Board's fiduciary responsibility.

Removal of a Board member

The steps required to remove a member of the Board of Trustees seemed especially onerous. It would require collecting of signatures to enable a Congregational meeting and then 2/3 vote at that meeting. During the collection of signatures and the meeting the Board member would be subject to public humiliation.

Suggestions for replacement would be to involve the RRC to negotiate, or to enable the Board to remove a member and then have it affirmed at the next congregational meeting.

Additional Items

- Discrepancy in Fiscal year for VP's term when there is no President.
- Written Notice for those who receive postal mail should indicate sent date and not received date.

Going Forward:

The Board asked the Bylaws team to address the issues discussed and provide a revised copy to the Board in time for the May 3rd deadline. The Board may need to vote on the bylaws via email.

Assistant Minister

Rev. Kim shared two documents with the Board: an article for CrossCurrents on the Assistant Minister position and a Job Description.

There was a question concerning a statement about the Assistant Minister not being accepted as a provider of pastoral care. Rev. Kim explained that the person who takes the position should realize that this may happen and be able to accept it.

Ed observed that the Job Description was not like one that would be used in a business since it included observations about the congregation. Rev. Kim explained that she used the UUA/UUMA template. The format is designed to let candidates know what the situation is like at UUCWC.

Survey Proposal

We discussed the proposal to conduct a Congregational Survey as well as a Strategic Plan Task Force.

Nathalie offered that we already have an informal strategic plan and perhaps we don't need one at the time. She cited the Capital Project, the Assistant Minister, Growth Through Service and Rev. Kim's Sabbatical as parts of the plan.

Marianne responded that the value of a Strategic plan is that input is received from the Congregation. Ed pointed out that the Survey should be conducted whether we begin a Strategic Plan or not since we haven't had one in over 5 years.

We agreed that this is not the time for a Survey or Strategic Plan due to the many other activities right now. The issue should be revisited in the Fall.

Leadership

The Board discussed candidates for the Board of Trustees. The current slate is as follows:

President: Nathalie

Treasurer: Patrick

Trustee 1: Marianne will complete Patrick's Term

Trustee 2: Open

Trustee 3: Open

Patrick has agreed to serve as Treasurer. No one has stepped forward to be Secretary or Vice President.

Nathalie suggested that we seek candidates who might fill the President's position now or at least the next year, so that they have an opportunity to learn the ropes. They would serve as an informal President Elect. We agreed to consider that next year.

It was also suggested that we encourage all candidates to attend Board Meetings prior to the beginning of their term. Rev. Kim pointed out that the Assistant Minister, as part of the Leadership Development portfolio, could help the Board develop on-boarding and an exit plan for Board members.

Nathalie and Dianne will be talking with prospective Board candidates in the next week.

Housekeeping

- Nathalie agreed to write an article about the Bylaws for CrossCurrents in April.
- Executive Team: April 22
- Bylaw Change Mailing: May 2
- Board Chat: May 5
- Board Meeting: May 8
- Annual Meeting: June 2

Adjournment:

The meeting adjourned at 9:10 PM

Respectfully Submitted,

Ed Dobrowolski

Secretary, Board of Trustees