

**First Unitarian Church
Board of Directors Meeting
December 12, 2017, 6:00 – 7:30 PM**

Members: Larry Alei, Donna Collins, Alisa Cooper De Uribe, Dimitri Kapelianis, Marilyn O'Boyle, Gwen Sawyer, Meghan Shattuck, Linda Skye, Dumas Slade, Angela Herrera (Ex-Officio).

Guests: Dan Lillie, Paul Browne

Absent: Heather Clark

Time	Topic	Expected Outcome(s)	Presenter
6:00	Check-In	Unload distractions	All
6:05	Chalice Lighting	Get Centered & Focused	Dumas Slade
(Admin)	BOD meeting minutes from Nov. 2017	Approve	Meghan Shattuck
Minutes: No changes			
(Admin)	Treasurer's Report	Clarify / Understand	Linda Skye
Minutes: Overall we are on track Questions: Does this reflect the roof expense for Edgewood? No, because its not part of the operating budget. It will be paid for out of our capital fund, and is a good example of why we need to grow that fund for better Campus Care. In Donor Designated funds there is a typo: the value increased (not decreased) AR: Paul please make that change in the Treasurer's Report.			
(Admin)	Exec Staff & Program Staff Reports	Clarify / Understand	Angela Herrera, Dan Lillie
Minutes: Questions: Is Edgewood branch planning on remote attendance of Annual Meeting? A: Neither Socorro nor Edgewood are planning to do remote attendance, so no need to setup for AV team (no remote attendees at the annual meeting). Paul added an item: Accidentally forgot to get an employee's long term disability and life insurance situated within 60 days of her becoming eligible. Board action required by the UUA to make an exception, and to ensure no similar enrollment issues happen in the future. This will be added to the onboarding procedures, following UUA recommendations. See text of enrollment exception as written below: "The Board of Director of First Unitarian Church of Albuquerque met on December 12, 2017 and recognized that their employee named below, was not offered timely opportunity to enroll during their eligibility period, as required by the plan. Therefore, we have now provided this employee with benefit coverage details and enrollment forms. We have informed the employee the she must elect or decline each available plan within 60 (sixty) days of being offered this opportunity to enroll. The following employee had not previously been offered timely opportunity to enroll for these group insurance benefits: Please find their enrollment form attached. A copy of the employee's election/decline, along with this letter, has been filed in the employees personnel file at First Unitarian Church of Albuquerque.			

To help ensure that no other employees encounter a similar enrollment timing problem, the Board has instructed the Director of Finance and Operations to amend the on-boarding procedures to include employees who become eligible for benefits upon having their number of hours increased sufficiently to make them eligible, in particular with regard to timely completion of insurance enrollment documents."

Gwen moves that we approve the life insurance enrollment exception as written.

Meghan seconds

Motion passes (and Larry signs the exception request letter to UUA, on behalf of the Board)

(Admin)	President's Report	Clarify / Understand	Larry Alei
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Minutes:

Clarification of Commemoration Project timeline: At annual meeting, the congregation will approve the commemorative project choice (to be presented by Pat Diem, whose team will continue gathering inputs through January). Then later, congregation will need to approve funding.

Current pledges are unofficial/verbal.

Architect meeting went well, and they have availability in early January to begin drawings and cost estimates if the vote in the annual meeting is affirmative. The project team learned about process steps and cash flow requirements.

Dumas moves to approve all administrative items

Meghan seconds

Motion passes

6:25	Review 2017 Board Goal Status	Discuss summary status, get feedback & corrections	Larry Alei
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Minutes:

Reviewed progress of board goals from beginning of 2017.

Correction: Linda to be listed on compensation planning team

Capital Management Task Force / Campus Care - Great Progress.

Immigration and Sanctuary Task Force - Done+

Risk Management Committee - In Progress

Compensation Planning Team (subset of Minister Transition Team) - Done

Endowment Development Committee - In Progress

Pathway to Retirement Team - Done

Retirement Commemoration Team (new!) - In Progress.

Summary - 2017 First UU BOD Goal Progress

The board agreed in February that the priority activity for 2017 would be a transparent, thorough and successful minister transition. We achieved that, and have completed or made meaningful headway on all of our other board goals.

Larry thanked Board members for their committed, involved work toward these goals.

Some Additional Ideas for 2018 Consideration (new)

1. Revise the expectations for our church team chairs - to at least attempt to find a successor, before leaving their post. The current state leaves teams "stalled" until the board President intervenes.
2. Consider whether to reduce the size of the First UU BOD (effective in 2019 or beyond), given our improvements with policy-based governance and staffing strength over the last 2-3 years. This change would require a bylaw change and congregational approval.

6:20	Annual Meeting agenda	Share updates & owners, ask for BOD participation	Larry Alei
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Minutes:

Change for the future may be presented by Beth instead.

No bylaw changes planned this year

Young adults will be doing GA fundraiser lunch before annual meeting

Change typo to January 28th (not January 29th)

Help Needed:

1:00 PM on annual meeting need a few board members to sign in members: Marilyn, Gwen, Linda, Dimitri

Microphone runners: Alisa, Dumas

Check with Susan if there is any musical entertainment planned or possible – AR: Angela

7:15	Green Team update	Understand progress & plans; provide feedback	Gwen Sawyer
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Minutes:

Team has representatives from Buildings and grounds team, Executive Staff, Congregation

Capital reserve account goal to build up over time to \$100,000. \$40,000 would be designated for emergencies.

Church governance documents indicate this does not need a bylaw change.

The rolling church maintenance plan is part of senior minister responsibility

Board is required to maintain a capital reserve account.

Bylaws indicate that board cannot approve expenditures of more than 5% of total budget.

Total budget = operations + capital reserve.

Asking if the board agrees with the interpretation of the bylaws.

From

Article 2 Section 06 – The Budget

The board of directors may modify the approved operating budget, but shall not make or approve expenditures in aggregate above 5% of the approved budget without the vote of the congregation unless current revenue is available to cover such increases. The Board of Directors shall not make any capital expenditure in excess of 5 percent of the total approved budget unless specifically included in that budget or approved by the congregation.

The Green team recommends that board document the by-law interpretation from above regarding capital expenditure in excess of 5 percent of “total approved budget” when applied to the capital reserve budget, to mean the total budget for operations and capital reserve budget approved by the congregation in the annual meeting

This is how the UUBOD has been interpreting the bylaw.

Gwen moves that we adopt the green team recommendation to document our interpretation in minutes. Marilyn seconds.

Motion passed

6:30	Recognitions	Sign & identify new thank-you card opportunities	All
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If you think of someone to recognize in the interim, please go ahead and write the recognition to bring to the next UUBOD meeting.

18:40	Angela’s annual performance discussion	Understand AH’s thoughts, and provide BOD feedback to her	All
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Minutes: (Executive session)

Important Dates

- **January 9th, 2018:** ADDITONAL board meeting, 6:00pm (finalize budget & annual meeting items)
- **January 16, 2018:** Regular (monthly) BOD meeting, 6:00pm
- **January 28, 2018:** First Unitarian Annual Meeting, 2:00pm